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and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	:
	:
SEARS HOLDINGS CORPORATION, et al.,	:
	:
	:
Debtors.¹	:
-----X	
	Chapter 11
	Case No. 18-[] (RDD)
	(Joint Administration Requested)

**DECLARATION OF ROBERT A. RIECKER
PURSUANT TO RULE 1007-2 OF LOCAL BANKRUPTCY
RULES FOR SOUTHERN DISTRICT OF NEW YORK**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

I, Robert A. Riecker, make this declaration under 28 U.S.C. § 1746 (the “**Declaration**”):

1. I am the Chief Financial Officer (“**CFO**”) of Sears Holdings Corporation (“**Sears Holdings**”) and have held this role since April 2017. The other debtors in the above-captioned cases are all wholly owned, direct or indirect subsidiaries of Sears Holdings (collectively with Sears Holdings, the “**Debtors**” and, together with their non-Debtor affiliates, the “**Company**”). On October 15, 2018, the Company’s Board of Directors created an Office of the CEO, of which I am a member, and I report to the Board of Directors. Previously, I served as Controller and Head of Capital Markets Activities for the Company. I have been employed by the Company since October 2005.

2. On the date hereof (the “**Commencement Date**”), each Debtor commenced with this court (the “**Court**”) a voluntary case under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”). I am knowledgeable and familiar with the Company’s day-to-day operations, business and financial affairs, books and records, and the circumstances leading to the commencement of these chapter 11 cases (the “**Chapter 11 Cases**”).

3. Except as otherwise indicated herein, the facts set forth in this Declaration are based upon my personal knowledge, my review of relevant documents, information provided to me by employees of the Company or the Company’s advisors, or my opinion, which itself would be based upon my experience, knowledge, and information concerning the Company’s operations. If called upon to testify, I would testify competently to the facts set forth in this Declaration.

4. I submit this Declaration pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”) for the purpose of apprising the Court and parties in interest of the circumstances that led to the commencement of the Chapter 11 Cases and in support of the motions and applications that the Debtors have filed with the Court, including the “first-day motions” filed contemporaneously herewith (collectively, the “**First-Day Pleadings**”). I am authorized to submit this Declaration on behalf of the Company.

5. This Declaration is organized in seven (7) parts:

- Section I is an introduction to the Debtors and the Chapter 11 Cases;
- Section II describes the Company’s business, both in terms of the Company’s history, as well as its current operations;
- Section III summarizes the Company’s corporate and capital structure;
- Section IV describes the circumstances that led to the commencement of the Chapter 11 Cases;
- Section V describes the various prepetition restructuring efforts undertaken by the Company;
- Section VI summarizes the First-Day Pleadings and the factual bases for the relief requested therein; and
- Section VII lists the schedules of information required by Local Rule 1007-2 that are annexed hereto.

I.
Introduction

6. Sears, Roebuck and Co. (“**Sears**”) is one of America’s most iconic companies. From its beginnings as a Chicago-based mail-order watch business, Sears grew exponentially over the course of the twentieth century to become the largest retailer in the United States and the world. For well over a century, Sears has been “where America shops.”²

7. Throughout its long and distinguished history, Sears consistently has transformed its business to reach new customers and grow its market share. In its early years, Sears catered to customers residing in rural, remote areas who previously did not have access to a wide variety of goods. Through Sears’ mail-order catalog, such underserved rural customers could purchase any number of products, ranging from housewares to even houses. As the country’s population shifted in the 1920s and 1930s, Sears expanded its business by opening brick-and-mortar stores in urban areas, where customers could browse the products that they previously could only view in the Sears catalog. Later, in the 1960s and 1970s, as families increasingly migrated to suburban neighborhoods, Sears established itself as a staple of American shopping malls, anchoring such malls and leading all retailers in the tool, appliance, lawn and garden, and automotive repair and maintenance retail sectors. More recently, in the 1990s and early 2000s, as customers began to prefer shopping at “big box” retailers over more traditional brick-and-mortar stores, Sears merged with Kmart (as defined herein), thereby adding a big-box format to its portfolio. Over the last 125 years, Sears routinely has adapted its business to navigate shifting population trends and consumer preferences. That agility allowed

² *Sears: Where America Shops* (Sears, Roebuck & Co. television advertisement Dec. 1976), <https://www.youtube.com/watch?v=pWmcbnyorhk>.

Sears to flourish into one of America's most trusted brands and, at one time, its most powerful retailer.

8. In recent years, however, it has become apparent that the Company must undergo yet another transformation to remain competitive in today's marketplace. Economic forces adversely affecting the Company's traditional customer base, industry trends, and global shifts in consumer behavior all have had a significant negative impact on the Company's performance. To address these challenges, the Company has implemented a number of initiatives, including expanding its online presence, reducing its physical footprint by closing certain unprofitable stores and reconfiguring the format of others, and creating new efficiencies in pricing, sourcing, and supply chain management. In addition to considerable operating losses driven by significant underperformance, the Company's liquidity position has been negatively impacted by burdensome legacy liabilities, substantial cash interest expense, and nearly \$2 billion of vendor credit contraction. To meet its ongoing liquidity needs, the Company has sought to monetize certain of its assets, including certain real property and intellectual property, or to pledge such assets as collateral to obtain additional financing. Throughout this process, the Company has enjoyed the support of its largest shareholder, ESL Investments, Inc. (together with its principals and affiliates, including ESL Partners, L.P., "**ESL**"),³ which—after consideration by an independent subcommittee of the Company's Board of Directors and its independent legal and financial advisors and, subsequently, the approval of the full Board of Directors (the "**Board**")—consistently has provided financing, extended debt maturities, and converted the interest on certain of its debt holdings to pay-in-kind interest to reduce the Company's cash interest expense. ESL's support has ensured that the Company's doors remain

³ ESL currently beneficially owns approximately 49.7% of Sears Holdings' outstanding stock.

open, and over 68,000 individuals remain employed, while the Company has attempted to turn around its business. As of the date hereof, however, the Company lacks sufficient liquidity to continue normal business operations.

9. The Company has made every possible effort to complete the transformation of its business outside of a formal bankruptcy proceeding given, among other things, the inherent risk of liquidation that large retailers face in chapter 11. Through these efforts, the Company has reduced the exposure of many of its key constituents, including by:

- Reducing or collateralizing its pension obligations by over \$2 billion by entering into a series of agreements with the PBGC (as defined herein), annuitizing certain liabilities of the Pension Plans (as defined herein), contributing amounts directly to the Pension Plans or into the PBGC Escrow (each as defined herein), and monetizing certain assets;
- Cooperating with vendors as they contracted the Company's trade terms, thereby reducing the prepetition amounts owed to such vendors; and
- Refinancing certain of its debt facilities—including the facilities that are secured by certain of the Company's real estate assets—and repaying others—including the First Lien Term Loan A (as defined herein)—with the proceeds of asset sales.

The Company has worked tirelessly in recent years to obtain the necessary runway to turn around the business and demonstrate its vitality. The substantial operating losses that the Company continues to endure under its current format, however, have proven to be insurmountable. Therefore, the Company must avail itself of the protections and tools under chapter 11.

10. Prior to commencing these Chapter 11 Cases, the Company took a number of measures to ensure a seamless transition into chapter 11. First, the Company appointed two new independent directors: Alan J. Carr, Managing Member and Chief Executive Officer of Drivetrain Advisors, and William L. Transier, Founder and Chief Executive Officer of Transier

Advisors, LLC, to the Board. The Board also appointed Mohsin Y. Meghji, Managing Partner of M-III Partners, as Chief Restructuring Officer of the Company. These individuals bring decades of restructuring and operational turnaround and transformation experience to the Company.

11. Second, the Board formed a special committee (the “**Restructuring Committee**”), composed solely of independent directors, to oversee the Company’s restructuring process. The Restructuring Committee consists of Mr. Carr, Paul G. DePodesta, Ann N. Reese, and Mr. Transier. The Restructuring Committee has full decision-making authority with respect to transactions involving ESL or in which ESL may have a conflict of interest.

12. Third, the Restructuring Committee, with the authorization of the Board, formed a subcommittee (the “**Subcommittee**”) to review affiliate transactions that were consummated prior to the Commencement Date and to evaluate whether there are any viable causes of action with respect to such transactions. The Subcommittee has retained independent counsel, Paul, Weiss, Rifkind, Wharton & Garrison LLP (“**Paul Weiss**”) and is authorized to retain other counsel and advisors. Working with the assistance of Paul Weiss, the Subcommittee, in its sole discretion, will evaluate such prepetition transactions and determine appropriate action with respect thereto. The Subcommittee is composed of Mr. Carr and Mr. Transier.

13. The Chapter 11 Cases, among other things, will provide the Debtors a much-needed reprieve from their short-term liquidity issues. The Debtors’ prepetition senior secured asset-based revolving lenders (the “**Senior Lenders**”) have agreed to support the Debtors’ operations by providing up to \$1.83 million senior secured superpriority priming

debtor in possession asset-based credit facility (the “**DIP ABL Facility**”), with \$300 million of new incremental capacity. In addition to the DIP ABL Facility, the Debtors intend to solicit, and have made substantial progress on a term sheet for, a \$300 million junior debtor in possession term loan (the “**Junior DIP Financing**” and, together with the DIP ABL Facility, the “**DIP Financing**”). The Debtors and their advisors carefully analyzed the Debtors’ financial needs during these Chapter 11 Cases and determined that the proposed DIP Financing, in combination with the proceeds of contemplated going-out-of-business sales, should adequately address the Debtors’ liquidity needs.

14. Armed with the protections and tools afforded to them by the Bankruptcy Code, the Debtors now seek the Court’s protection to evaluate critically the future of the Company. In the days leading up to these Chapter 11 Cases, the Debtors engaged in productive discussions with their major creditor constituencies, including the Senior Lenders, the lenders under the Second Lien Credit Agreement (as defined herein), and the PBGC (as defined herein) to explore various paths forward for the Company. These discussions will continue postpetition.

15. The Debtors believe that there is a viable path forward for a reorganization around a smaller footprint of profitable stores. Approximately 400 of the Debtors’ stores are four-wall EBITDA positive (before any lease concessions)—the Debtors intend to sell these and other viable stores, or a substantial portion thereof, as a going concern pursuant to section 363 of the Bankruptcy Code. A successful sale of these viable stores as a going concern not only will save Sears and Kmart (as defined herein), but also the jobs of the tens of thousands of employees that depend on the continued operation of such stores. The Debtors are in discussions with ESL regarding a stalking-horse bid for the purchase of the Company’s viable

store base, which would be a right-sized version of the Company that would be operated as a going concern. Additionally, the Debtors expect to market and sell certain of the Company's non-core assets, such as intellectual property and specialty businesses, to help finance the Chapter 11 Cases and maximize value. The Debtors have moved those discussions within the confines of the Chapter 11 Cases to provide all of the Company's stakeholders, as well as the Court, with the opportunity to evaluate the wisdom of those transactions. Unfortunately, the Debtors must close 142 stores that operate at significant losses at the outset of these Chapter 11 Cases and conduct going-out-of-business sales with respect to those stores as efficiently as possible to access much-needed liquidity, eliminate the associated cash burn, and take advantage of the winter holiday season. As these Chapter 11 Cases progress, the Debtors will continue to evaluate their remaining stores.

16. Time is of the essence in these Chapter 11 Cases. The Debtors currently burn a significant amount of cash—approximately \$125 million per month—in the course of operating their business. This burn rate is due, at least in part, to the discrepancy between the Company's operational capacity, which can support a business of the Company's previous size, and the Company's current, reduced footprint that has resulted from its ongoing store closure initiative. The Debtors hope that this imbalance will be corrected through the purchase of the Company's viable stores, but in the meantime, these Chapter 11 Cases must progress with all due speed to stem these substantial operating losses that will continue to decrease the value of the Debtors' estates. Thus, the Debtors intend to file a chapter 11 plan shortly after the date hereof in an effort to exit chapter 11 as quickly as possible.

17. These Chapter 11 Cases present an opportunity for Sears to once again transform its business and to position itself for success in the twenty-first century. The Debtors

hope that the Company will emerge from these Chapter 11 Cases, whether pursuant to a chapter 11 plan of reorganization or a successful sale process, as a streamlined—and profitable—version of itself. To succeed, however, the Debtors need the cooperation of their stakeholders to reach agreement on a chapter 11 plan and to exit chapter 11 as quickly and efficiently as possible, thereby minimizing both the negative impact on the Debtors' business and the costs of administering these Chapter 11 Cases.

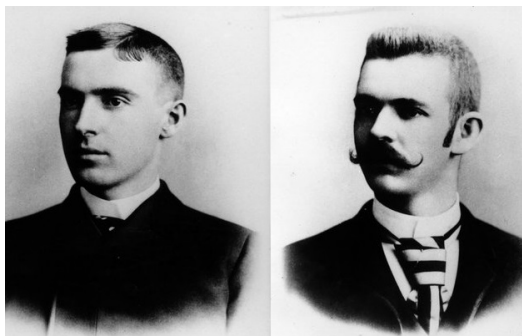
18. Without stakeholder cooperation and support, a reorganization simply is not possible. Throughout these Chapter 11 Cases, therefore, the following question should remain at the forefront of every stakeholder's mind: Will Sears be relegated to the dustbin of history, and will 68,000 Americans lose their jobs, or will Sears enter the next chapter of its life as an iconic American company, enduring yet another shift in the retail landscape? The answer to such question lies in the level of support and cooperation that the Debtors receive from each of their stakeholders—lenders, counterparties, vendors, and employees—during these Chapter 11 Cases.

II.

The Company's Business

A. The Company's History

19. In 1886, Richard W. Sears, a railroad station agent, purchased an unwanted collection of watches from a local jeweler in Minneapolis, Minnesota, and began reselling those watches to his coworkers. Finding modest success selling watches, Richard W. Sears founded R.W. Sears Watch Co. and moved to Chicago, Illinois, where he partnered with watchmaker Alvah C. Roebuck. The two men founded a new business: Sears, Roebuck and Co.



Richard W. Sears and Alvah C. Roebuck. Source: United Press International.

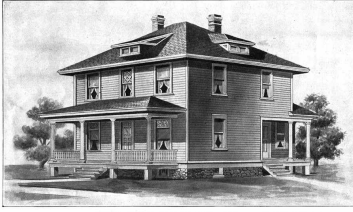
20. At the time of Sears' inception, America largely was still a rural and agricultural society. To reach customers, most of whom were located in remote areas, Sears leveraged the services of the United States Postal Service to distribute mail-order catalogs throughout the country. At first, these catalogs offered only watches and other jewelry. By the turn of the twentieth century, Sears significantly expanded its product offerings. Sears' customers, many of whom previously had access only to small general stores, now could purchase myriad products through Sears' catalog, including shoes, women's garments, wagons, fishing tackle, stoves, furniture, china, musical instruments, saddles, firearms, buggies, bicycles, baby carriages, and glassware. By 1908, customers could even purchase materials and plans to build houses for their families.



Covers of the Spring 1898 and Spring 1900 Sears catalogs. Source: <https://chicagology.com>

**\$2,065⁰⁰ Completely BUILDS AND FINISHES
This \$3,000.00 Ten-Room Residence**

As Proven by Our FREE Plans, Specifications and Complete Itemized Bill of Materials.
THESE PLANS ARE FREE OF CHARGE TO YOU ON CONDITIONS EXPLAINED ON PAGE 2.



MODERN HOME No. 102

The arrangement of this house is as follows:

FIRST FLOOR:
 Parlor, Reception Room, Dining Room, Kitchen, Breakfast Room, Living Room, Front Porch, 7 feet by 10 feet, 4 feet by 10 feet, 4 feet by 10 feet.

SECOND FLOOR:
 Four full bedrooms, each 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet.

Basement:
 Full basement, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet, 10 feet by 12 feet.

Write for particulars.

Sears, Roebuck & Co., Chicago, Ill.

An advertisement for a home-building kit in a 1908 Sears catalog. Source: <http://www.searsarchives.com>

21. Sears' early innovation in the retail sector was not limited to its revolutionary mail-order catalog—Sears also offered first-of-its-kind consumer credit on a nationwide scale, selling many of its products on a cash-on-delivery basis. Under this program, a customer simply submitted an order for a product without remitting the purchase price, and Sears delivered the product to a nearby warehouse, where the customer could inspect and use the product prior to purchasing it. A customer was under no obligation to pay for the product unless he or she was satisfied with its quality.

SEND NO MONEY WITH YOUR ORDER, cut this ad out and send it to us, and we will send you OUR HIGH GRADE DROPPING CABINET BURDICK SEWING MACHINE by freight, C. O. D., subject to examination. You can examine it at your nearest freight depot and if found perfectly satisfactory, exactly as represented, equal to machines others sell as high as \$60.00, and THE GREATEST BARGAIN YOU EVER HEARD OF, pay your freight agent Our Special Offer Price \$15.50 and freight charges. The machine weighs 120 pounds and the freight will average 75 cents for each 500 miles. GIVE IT THREE MONTHS' TRIAL in your own home, and we will return your \$15.50 any day you are not satisfied. We sell different makes and grades of Sewing Machines at \$6.50, \$10.00, \$11.00, \$15.00 and up, all fully described in Our Free Sewing Machine Catalogue, but \$15.50 for the DROPPING CABINET BURDICK is the greatest value ever offered by any house.

BEWARE OF IMITATIONS by unknown concerns who copy our advertisements, offering unknown machines under various names, with various inducements. Write some friend in Chicago and learn who are RELIABLE and WHO ARE NOT.

THE BURDICK has every MODERN IMPROVEMENT. EVERY GOOD POINT OF EVERY HIGH GRADE MACHINE MADE. WITH THE DEFECTS OF NONE. MADE BY THE BEST MAKERS IN AMERICA FROM THE BEST MATERIAL.

NO MONEY SOLID QUARTER SAWED OAK DROPPING CABINET. PIANO POLISHED, one illustration shows machine closed, (head dropping from right) to be used as a center table, stand or desk, the other opens with full length table and head in place for sewing, 4 fancy drawers, latest 1899 cast-iron frame, carved, paneled, enameled and decorated cabinet finish, finest nickel drawer pulls, rests on 4 casters, ball bearing adjustable treadle, genuine Smyth iron stand. Finest large High Arm head, positive four motion feed, self threading vibrating shuttle, automatic bobbin winder, adjustable bearings, patent tension liberator, improved loose wheel, adjustable presser foot, improved shuttle carrier, patented bar, patent dress guard, head is handsomely decorated and ornamented and beautifully NICKEL TRIMMED.

GUARANTEED the lightest running, most durable and nearest perfection machine made. Every known attachment is furnished and our Free Instruction Book tells just how to use our new and either hand or any kind of fancy work.

A 50-YEARS' BINDING GUARANTEE is sent with every machine. IT COSTS YOU NOTHING to see and examine this machine, compare it with those your storekeeper sells at \$40.00 to \$60.00, and then if convinced you are better \$15.00 to \$40.00, pay not satisfied. ORDER TO DAY! DON'T TRUST YOUR \$15.50 if at any time within three months you say you are not satisfied. ORDER TO DAY! DON'T TRUST YOUR \$15.50 if at any time within three months you say you are not satisfied. ORDER TO DAY! DON'T TRUST YOUR \$15.50 if at any time within three months you say you are not satisfied. ORDER TO DAY! DON'T TRUST YOUR \$15.50 if at any time within three months you say you are not satisfied.

Address, **SEARS, ROEBUCK & CO. (Inc.) Chicago, Ill.**

An 1899 advertisement for a sewing machine, which was offered on cash-on-delivery terms. Source: Ann Arbor District Library.

22. In 1925, Sears began opening brick-and-mortar stores to expand its customer base into the cities as Americans increasingly moved to urban areas and the population became increasingly mobile due to the rising popularity of automobiles. Thereafter, Sears rapidly expanded, opening hundreds of stores across America. Eventually, Sears' brick-and-mortar stores surpassed its mail-order catalog as Sears' primary revenue driver, with retail sales exceeding mail-order sales for the first time in 1931.



The grand opening of a Sears store on State Street in Chicago in 1932. Source: Sears, Roebuck and Co.

23. From the 1930s to the 1980s, Sears expanded its business far beyond the retail sector, adding, among others, Allstate Insurance (“**Allstate**”), Dean Witter Reynolds Organization, Inc. (“**Dean Witter**”), and Coldwell Banker Real Estate Group (“**Coldwell Banker**”) to its portfolio. In 1973, Sears completed and opened the Sears Tower—now known as the Willis Tower—in Chicago, which served as Sears' headquarters and surpassed the World Trade Center in New York City as the tallest building in the world at the time. In 1985, Sears introduced the *Discover*® credit card (the “**Discover Card**”), the first credit card to offer cash rewards to customers based on the volume of their purchases. Additionally, during this period, Sears introduced a number of private-label brands that, to this day, are synonymous with quality

and dependability: *Kenmore*® appliances, *DieHard*® automotive batteries, and *Craftsman*® tools.⁴



Craftsman® tools in a 1956 Sears catalog. Source: Patricia Wall/*The New York Times*.

24. Toward the end of the twentieth century, Sears streamlined its businesses and consolidated its retail business, which, by that time, primarily centered on stores that anchored suburban shopping malls located throughout the United States. Sears sold, among other things, its holdings in Allstate, Dean Witter, Coldwell Banker, Discover Card, and the Sears Tower. In 2004, Sears merged with Kmart Holding Corporation (together with its direct and indirect subsidiaries, “**Kmart**”). In connection with the merger (the “**Sears-Kmart Merger**”), Sears Holdings was formed to serve as the parent entity of the post-merger Company, and the Company took its contemporary form.

B. The Company’s Current Operations

25. The Company currently operates 687 retail stores in forty-nine (49) states, Guam, Puerto Rico, and the U.S. Virgin Islands under the *Sears*® and *Kmart*® brands and is a market leader in the appliance, tool, lawn and garden, fitness equipment, and automotive repair

⁴ As detailed below, Sears recently divested itself of the *Craftsman*® brand. See discussion *infra* § IV.C.

and maintenance retail sectors. The Company operates department stores, which primarily are based in traditional shopping malls and serve as anchor tenants in such malls, under the *Sears®* banner. *Sears®* stores, which average 159,000 square feet, offer a wide variety of products across many merchandise categories, including appliances, consumer electronics, tools, sporting goods, outdoor furniture, lawn and garden equipment, automotive tires and batteries, and home fashion products, as well as apparel, footwear, jewelry, and accessories.

sears®

The current *Sears®* logo. Source: Sears Holdings Corporation.



A *Sears®* department store. Source: Sears Holdings Corporation.

The Company operates big-box discount stores under the *Kmart®* banner. *Kmart®* stores primarily are located in strip malls and “power centers” and average approximately 94,000 square feet across one floor. *Kmart®* stores carry a wide variety of products, including consumer electronics, seasonal merchandise, outdoor furniture, children’s toys, lawn and garden equipment, certain grocery items, and apparel. Certain *Kmart®* stores also feature in-store pharmacies.



The current *Kmart*® logo. Source: Sears Holdings Corporation.



A *Kmart*® big-box store. Source: Sears Holdings Corporation.

26. Both *Sears*® and *Kmart*® stores offer products sold under well-known brands to which the Company holds the exclusive rights, including *Jaclyn Smith*®, *Joe Boxer*®, and *Route 66*®. The Company also offers *Craftsman*® tools and products for sale in its stores. Additionally, the Company sells products under certain key proprietary brands, including *Kenmore*® appliances and *DieHard*® automotive batteries.

Kenmore.

The current *Kenmore*® logo. Source: Sears Holdings Corporation.

DieHard.

The current *DieHard*® logo. Source: Sears Holdings Corporation.

27. Additionally, the Company operates certain specialty stores, such as Sears Auto Centers. Sears Auto Centers offer a variety of professional automotive repair and

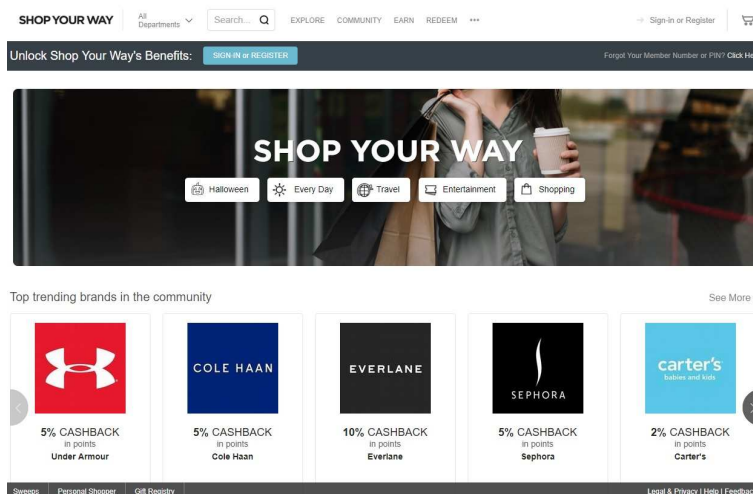
maintenance services, as well as a full assortment of automotive products and accessories. Sears Auto Centers are primarily located in free-standing structures, separate and apart from *Sears®* stores.



A Sears Auto Center. Source: Brandon K.

28. The Company also operates a business that focuses on providing various home services solutions (“**Sears Home Services**”). Sears Home Services is the nation’s largest provider of appliance repair services, answering nearly 5 million service calls annually. In addition to appliance repair services, Sears Home Services delivers a broad range of services, including HVAC maintenance and repair and home improvement services with respect to siding, windows, cabinet refacing, kitchen remodeling, roofing, carpet and upholstery cleaning, air duct cleaning, and garage door installation and repair. The Company also provides repair parts with supporting instructions through its Sears Parts Direct website (<http://www.searspartsdirect.com>) for customers that prefer to perform repair services themselves. Additionally, the Company offers protection agreements and warranties with respect to the appliances and products sold in its stores.

29. The Company also hosts a number of websites under the sears.com and kmart.com domains, which offer millions of products and provide the Company's customers with services such as free in-store pick up at *Sears®* and *Kmart®* stores. In addition, the Company offers a robust, membership-based online shopping experience through its *Shop Your Way®* platform. Members of *Shop Your Way®* can shop, compare, purchase items, and earn rewards points that may be used toward future purchases. Members of *Shop Your Way®* also enjoy special pricing, exclusive sales, events, access to celebrity brands, and sweepstakes.



The *Shop Your Way®* platform. Source: <http://www.shopyourway.com>.

30. The Company employs approximately 68,000 individuals, of whom approximately 32,000 are full-time employees (the “**Full-Time Employees**”) and approximately 36,000 are part-time employees (the “**Part-Time Employees**” and, together with the Full-Time Employees, the “**Employees**”). A small percentage of the Employees are covered under collective bargaining agreements. With respect to fiscal year 2017, the Company's audited consolidated financial statements reflect total revenues of approximately \$16.70 billion. As of August 4, 2018, the Company's unaudited consolidated financial statements reflect assets totaling approximately \$6.94 billion and liabilities totaling approximately \$11.34 billion.

III.
Corporate and Capital Structure

A. Corporate Structure

31. Sears Holdings was formed in 2004 as a Delaware corporation in connection with the Sears-Kmart Merger and serves as the Company's parent entity. Sears Holdings' principal place of business is in Hoffman Estates, Illinois. All of the Debtors are direct or indirect subsidiaries of Sears Holdings. A chart illustrating the Company's capital and corporate organization structure, as of the date hereof, is annexed hereto as **Exhibit A**.

32. Sears Holdings' Board is composed of eight (8) members, including five (5) independent directors: (i) Edward S. Lampert, Chairman; (ii) Alan J. Carr (independent); (iii) Paul G. DePodesta (independent); (iv) Kunal S. Kamalani; (v) William C. Kunkler, III (independent); (vi) Ann N. Reese (independent); (vii) Thomas J. Tisch; and (viii) William L. Transier (independent). Sears Holdings' current senior management team includes (i) Robert A. Riecker, Chief Financial Officer; (ii) J. Mitchell Bowling, Chief Executive Officer, Sears Home Services; (iii) Leena Munjal, Chief Digital Officer; (iv) Robert J. "B.J." Naedele, Chief Commercial Officer, Shop Your Way; (v) Perry "Dean" Schwartz, President, Hardlines; and (vi) Stephen L. Sitley, General Counsel and Chief Compliance Officer.⁵

33. Additional information regarding the Sears Holdings' senior management team is set forth in **Schedule 10** annexed hereto.

B. Prepetition Capital Structure

34. As of the Commencement Date, the Debtors are indebted under the following facilities, as detailed below: (i) First Lien Credit Facility; (ii) Stand-Alone L/C

⁵ The directors, managers, and/or officers, as applicable, of the Debtors other than Sears Holdings vary, but such directors, managers, and/or officers, as applicable, generally are employees of the Company.

Facility; (iii) Second Lien Credit Facility; (iv) Second Lien PIK Notes; (v) Second Lien Notes; (vi) IP/Ground Lease Term Loan; (vii) Consolidated Secured Loan Facility; (viii) Holdings Unsecured PIK Notes; (ix) Holdings Unsecured Notes; (x) SRAC Unsecured PIK Notes; and (xi) SRAC Unsecured Notes (each as defined herein). Additionally, certain of the Debtors and their non-Debtor affiliates have issued intercompany notes (the “**Intercompany Notes**”), including KCD Asset-Backed Notes and SRAC Medium Term Notes (each as defined herein). Further, certain non-Debtors are indebted under the Sparrow Term Loan and Sparrow Mezzanine Term Loan.

As of Commencement Date: Debt Facilities	Principal Outstanding (\$ millions)
Revolving Credit Facility	\$ 836.0
First Lien Letters of Credit	123.8
First Lien Term Loan A	--
First Lien Term Loan B	570.8
FILO Term Loan	125.0
Total First Lien Debt	\$ 1,655.6
Stand-Alone L/C Facility	\$ 271.1
Second Lien Term Loan	\$ 317.1
Second Lien Line of Credit	525.0
Alternative Tranche Line of Credit Loans	45.0
Second Lien PIK Notes	175.4
Second Lien Notes	89.0
Total Second Lien Debt	\$ 1,151.5
IP/Ground Lease Term Loan	231.2
Consolidated Secured Note A	108.1
Consolidated Secured Note B	723.3
Total Secured Loan Debt	\$ 1,062.6
Holdings Unsecured PIK Notes	\$ 222.6
Holdings Unsecured Notes	411.0
SRAC Unsecured PIK Notes	107.9
SRAC Unsecured Notes	185.6
Total Unsecured Debt	\$ 927.0
Total Funded Debt	\$ 5,067.8
Intercompany Notes	
KCD Asset-Backed Notes	\$ 900.0
SRAC Medium Term Notes	2,311.8
Total Intercompany Debt	\$ 3,211.8
Sparrow Structure	
Sparrow Term Loan	\$ 111.0
Sparrow Mezzanine Term Loan	513.2
Total Sparrow Structure Debt	\$ 624.2

(i) *First Lien Credit Facility*. Pursuant to that certain Third Amended and Restated Credit Agreement, dated as of July 21, 2015 (as amended, supplemented, or otherwise modified prior to the date hereof, the “**First Lien Credit Agreement**”), between, among others, Bank of America, N.A., as administrative agent, co-collateral agent and swing line lender, Wells Fargo Bank, National Association, as co-collateral agent, a syndicate of financial institutions and other institutional lenders (collectively, the “**First Lien Lenders**”), Sears Roebuck Acceptance Corp. (“**SRAC**”) and Kmart Corporation (“**Kmart Corp.**”), as borrowers, and Sears Holdings, the First Lien Lenders have extended (a) an asset-based revolving credit facility with current commitments of \$1.5 billion (including a letter of credit sublimit of up to \$1 billion (the “**First Lien Letter of Credit**”)), subject to a borrowing base formula, which matures on July 20, 2020 (the “**Revolving Credit Facility**”); (b) a term loan in an original principal amount of \$1 billion, which has been repaid in full (the “**First Lien Term Loan A**”); (c) a term loan in an original principal amount of \$750 million, which matures on July 20, 2020 (the “**First Lien Term Loan B**”); and (d) a “first-in, last-out” term loan in an original principal amount of \$125 million, which matures on July 20, 2020 (the “**FILO Term Loan**” and, together with the Revolving Credit Facility, the First Lien Term Loan A and the First Lien Term Loan B, collectively, the “**First Lien Credit Facility**”). The obligations of SRAC and Kmart Corp. under the First Lien Credit Facility are guaranteed by Sears Holdings, SRAC, Kmart Corp., and each domestic subsidiary of Sears Holdings that owns any credit card receivables, pharmacy receivables or inventory (collectively, together with Sears Holdings, SRAC and Kmart Corp., the “**First Lien Guarantors**”) and secured by a lien on, among other things, the credit card receivables, pharmacy receivables, inventory, prescription lists, deposit accounts, and cash owned by the First Lien Guarantors (the “**First Lien Collateral**”). As of the Commencement

Date, SRAC, Kmart Corp. and the other First Lien Guarantors are liable to the First Lien Lenders in the aggregate principal amount of approximately \$1.656 billion in respect of loans and/or advances made and letters of credit or letter of credit guaranties issued pursuant to the First Lien Credit Agreement,⁶ plus unliquidated amounts, including interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the First Lien Credit Agreement.

(ii) *Stand-Alone L/C Facility*. Pursuant to that certain Letter of Credit and Reimbursement Agreement, dated as of December 28, 2016 (as amended, supplemented, or otherwise modified prior to the date hereof, the “**Stand-Alone L/C Facility Agreement**”), among SRAC and Kmart Corp., as borrowers, Sears Holdings, Citibank, N.A., as administrative agent and issuing bank, and a syndicate of financial institutions (including JPP, LLC and JPP II, LLC⁷), as L/C lenders (collectively, the “**Stand-Alone L/C Facility Lenders**”), the Stand-Alone L/C Facility Lenders have provided the Company with approximately \$271.1 million in letters of credit, which mature on December 28, 2019 (the “**Stand-Alone L/C Facility**”). The letters of credit issued under the Stand-Alone L/C Facility are posted to guarantee certain workers’ compensation insurance policies and other obligations. The obligations of SRAC and Kmart Corp. under the Stand-Alone L/C Facility are guaranteed by the First Lien Guarantors and secured jointly and *pari passu* with the obligations under the First Lien Credit Facility by a lien on the First Lien Collateral. In any enforcement action with respect to the First Lien Collateral, proceeds of First Lien Collateral are applied to repay obligations under the Stand-Alone L/C Facility only after all obligations under the First Lien Credit Facility are repaid in full. As of the

⁶ ESL holds approximately \$70.0 million of the outstanding principal amount due under the FILO Term Loan.

⁷ JPP, LLC and JPP II, LLC are affiliates of ESL.

Commencement Date, SRAC, Kmart Corp., and the other First Lien Guarantors are liable to the Stand-Alone L/C Facility Lenders in the aggregate principal amount of up to approximately \$271.1 million in respect of letters of credit or letter of credit guaranties issued pursuant to the Stand-Alone L/C Facility Agreement, plus unliquidated amounts including interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the Stand-Alone L/C Facility Agreement.⁸

(iii) *Second Lien Credit Facility.* Pursuant to that certain Second Lien Credit Agreement, dated as of September 1, 2016 (as amended, supplemented, or otherwise modified prior to the date hereof, the “**Second Lien Credit Agreement**”), among Sears Holdings, SRAC and Kmart Corp., as borrowers, Sears Holdings, certain subsidiaries of Sears Holdings, as guarantors, JPP, LLC as administrative agent and collateral administrator, and certain financial institutions and other institutional lenders (including JPP, LLC and JPP II, LLC), as lenders (collectively, the “**Second Lien Credit Facility Lenders**”), the Second Lien Credit Facility Lenders have provided the Debtors with (i) a term loan in an original principal amount of \$300 million, which matures on July 20, 2020 (the “**Second Lien Term Loan**”), (ii) a line of credit facility (the “**Second Lien Line of Credit**”), pursuant to which the Company may from time to time borrow line of credit loans, in the sole and absolute discretion of the applicable Second Lien Credit Facility Lenders, in an amount not to exceed \$600 million at any time outstanding with maximum duration of 270 days and (iii) an alternative tranche line of credit loan in an initial principal amount of approximately \$45.0 million, which matures on October 15, 2018 (the “**Alternative Tranche Line of Credit Loans**” and, together with the Second Lien Term Loan and the Second Lien Line of Credit, the “**Second Lien Credit Facility**”). The Company

⁸ ESL has backstopped approximately \$105.7 million of the letters of credit outstanding under the Stand-Alone L/C Facility Agreement.

incurred the Alternative Tranche Line of Credit Loan as a result of a transaction that occurred in July 2018, pursuant to which an unaffiliated third-party holder of Second Lien Notes tendered such notes in exchange for a like principal amount of Alternative Tranche Line of Credit Loans (the “**Alternative Tranche Exchange**”). The obligations of SRAC and Kmart Corp., as applicable, under the Second Lien Credit Facility are guaranteed by Sears Holdings, SRAC, Kmart Corp. and each domestic subsidiary of Sears Holdings that owns any credit card receivables or inventory (collectively, together with Sears Holdings, SRAC, and Kmart Corp., the “**Second Lien Guarantors**”) and secured by a lien on, among other things, the credit card receivables and inventory owned by the Second Lien Guarantors (the “**Second Lien Collateral**”), which lien is junior in priority to the lien securing the First Lien Credit Facility and the Stand-Alone L/C Facility. The relative rights and priorities of the First Lien Credit Facility Lenders, the Second Lien Credit Facility Lenders, the holders of Second Lien PIK Notes (as defined herein), and the holders of Second Lien Notes (as defined herein) are set forth in that certain Second Amended and Restated Intercreditor Agreement, dated as of October 12, 2010 (as amended and restated on September 1, 2016 and as further amended and restated on March 20, 2018). The Second Lien Term Loan is convertible at the option of the applicable Second Lien Credit Facility Lenders or, under certain circumstances, Sears Holdings, into equity of Sears Holdings. Interest on the Second Lien Term Loan is payable, at the election of Sears Holdings, in whole or in part, in cash or by increasing the principal amount of the outstanding Second Lien Term Loan. As of the Commencement Date, Sears Holdings, SRAC, Kmart Corp., and the other Second Lien Guarantors are liable to the Second Lien Credit Facility Lenders in the aggregate principal amount of approximately \$887.1 million in respect of advances, plus unliquidated

amounts including interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the Second Lien Credit Agreement.⁹

(iv) *Second Lien PIK Notes*. Pursuant to that certain Indenture, dated as of March 20, 2018 (as amended, supplemented, or otherwise modified prior to the date hereof, the “**Second Lien PIK Notes Indenture**”), among Sears Holdings, certain subsidiaries of Sears Holdings, as guarantors, and Computershare Trust Company, N.A. as trustee, Sears Holdings issued 6 5/8% Senior Secured Convertible PIK Toggle Notes due 2019 (the “**Second Lien PIK Notes**”) in an original principal amount of approximately \$169.8 million. Sears Holdings issued the Second Lien PIK Notes as a result of an exchange transaction that occurred in March 2018 (the “**Second Lien Notes Exchange**”), pursuant to which certain holders of Second Lien Notes tendered such notes in exchange for a like principal amount of Second Lien PIK Notes. The effect of the Second Lien Notes Exchange was to eliminate the cash interest expense associated with, and extend the maturity by one year on, the principal amount of Second Lien Notes that were tendered, while granting to tendering holders and, under certain circumstances, Sears Holdings, the right to convert Second Lien PIK Notes into equity of Sears Holdings. The Second Lien PIK Notes mature on October 15, 2019, and interest thereon is payable semi-annually, at the election of Sears Holdings, in whole or in part, in cash or by increasing the principal amount of the outstanding Second Lien PIK Notes. Sears Holdings’ obligations under the Second Lien PIK Notes are guaranteed by the Second Lien Guarantors and secured jointly and *pari passu* with the obligations under the Second Lien Credit Facility by a lien on the Second Lien Collateral. As of the Commencement Date, the outstanding principal amount of the Second Lien Notes was approximately \$175.4 million, plus unliquidated amounts including interest thereon

⁹ ESL holds approximately \$819.6 million of the outstanding principal amount due under the Second Lien Credit Facility.

and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the Second Lien PIK Notes Indenture.¹⁰

(v) *Second Lien Notes.* Pursuant to that certain Indenture, dated as of October 12, 2010 (as amended, supplemented, or otherwise modified prior to the date hereof, the “**Second Lien Notes Indenture**”), among Sears Holdings, certain subsidiaries of Sears Holdings, as guarantors, and Wilmington Trust, National Association as successor trustee and collateral agent, Sears Holdings issued 6 5/8% Senior Secured Notes due 2018 (the “**Second Lien Notes**”) in an original principal amount of \$1.25 billion. The Second Lien Notes mature on October 15, 2018, and interest thereon is payable in cash semi-annually. Sears Holdings’ obligations under the Second Lien Notes are guaranteed by the Second Lien Guarantors and secured jointly and *pari passu* with the obligations under the Second Lien Credit Facility and the Second Lien PIK Notes by a lien on the Second Lien Collateral. In any enforcement action with respect to the Second Lien Collateral, proceeds of Second Lien Collateral are applied to repay obligations under the Second Lien Notes only after all obligations under each of the Second Lien Credit Facility and the Second Lien PIK Notes are repaid in full. As of the Commencement Date, the outstanding principal amount of the Second Lien Notes was approximately \$89.0 million, plus unliquidated amounts including interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the Second Lien Notes Indenture.

(vi) *IP/Ground Lease Term Loan.* Pursuant to that certain Term Loan Credit Agreement, dated as of January 4, 2018 (as amended, supplemented, or otherwise modified prior to the date hereof, the “**IP/Ground Lease Term Loan Agreement**”), between, among others,

¹⁰ ESL holds approximately \$20.7 million of the outstanding principal amount of Second Lien PIK Notes.

SRAC and Kmart Corp., as borrowers, Sears Holdings, certain subsidiaries of Sears Holdings, as guarantors, JPP, LLC, as administrative agent and collateral administrator, and certain financial institutions and other institutional lenders (including JPP, LLC and JPP II, LLC), as lenders (collectively, the “**IP/Ground Lease Lenders**”), the IP/Ground Lease Lenders made a loan in an original principal amount of \$100 million (the “**IP/Ground Lease Term Loan Facility**”),¹¹ secured by a lien on, among other things, substantially all of the unencumbered intellectual property of Sears Holdings and its subsidiaries other than intellectual property relating to the *Kenmore*® and *DieHard*® brands, as well as by certain real property interests, in each case subject to certain exclusions. The obligations of SRAC and Kmart Corp. under the IP/Ground Lease Term Loan Facility are guaranteed by Sears Holdings and each domestic subsidiary of Sears Holdings that is a First Lien Guarantor or owns certain material intellectual property (collectively, the “**IP/Ground Lease Guarantors**”). The IP/Ground Lease Term Loan Facility matures on July 20, 2020. As of the Commencement Date, SRAC, Kmart Corp., and the other IP/Ground Lease Guarantors are liable to the IP/Ground Lease Lenders in the aggregate amount of approximately \$231.2 million, in respect of outstanding principal amount, plus unliquidated amounts including interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the IP/Ground Lease Term Loan Agreement.¹²

(vii) *Consolidated Secured Loan Facility.* Pursuant to that certain Third Amended and Restated Loan Agreement, dated as of June 4, 2018 (as amended, supplemented, or otherwise modified prior to the date hereof, the “**Consolidated Secured Loan Agreement**”),

¹¹ In January and February 2018, the IP/Ground Lease Lenders, in addition to certain unaffiliated lenders, made additional advances in the aggregate principal amount of approximately \$150 million.

¹² ESL holds approximately \$152.4 million of the outstanding principal amount due under the IP/Ground Lease Term Loan Agreement.

between, among others, Sears, Kmart Stores of Illinois LLC, Kmart of Washington LLC, Kmart Corp., SHC Desert Springs, LLC, Innovel Solutions, Inc., Sears Holdings Management Corporation, Maxserv, Inc., Troy Coolidge No. 13, LLC, Sears Development Co. and Big Beaver of Florida Development, LLC, as borrowers (collectively, the “**Consolidated Secured Loan Borrowers**”), Sears Holdings, as guarantor, JPP, LLC, as agent, and JPP, LLC, JPP II, LLC, and Cascade Investment, L.L.C., as lenders (collectively, the “**Consolidated Secured Loan Facility Lenders**”), the Consolidated Loan Facility Lenders consolidated certain outstanding loans and made additional advances in an aggregate original principal amount of approximately \$779.1 million (the “**Consolidated Secured Loan Facility**”),¹³ secured by a lien on, among other things, a portfolio of real estate assets. The obligations of the Consolidated Secured Loan Borrowers under the Consolidated Secured Loan Facility are guaranteed by Sears Holdings. The Consolidated Secured Loan Facility matures on July 20, 2020. As of the Commencement Date, the aggregate principal amount of the Consolidated Secured Loan Facility was approximately \$831.4 million, including approximately \$108.1 million structured as a “first out” tranche evidenced by promissory note “A” (“**Consolidated Secured Note A**”), which note is held by Cascade Investment, LLC, and approximately \$723.3 million, evidenced by promissory note “B” (“**Consolidated Secured Note B**”), which note is held by JPP, LLC and JPP II, LLC.

(viii) *Holdings Unsecured PIK Notes.* Pursuant to that certain Second Supplemental Indenture, dated as of March 20, 2018, to that certain Indenture, dated as of

¹³ In September 2018, the Consolidated Secured Loan Facility Lenders made an additional advance in the aggregate principal amount of approximately \$75 million. In consideration for such additional advance, the Consolidated Secured Loan Borrowers granted the Consolidated Secured Loan Facility Lenders a first priority lien on an additional 20 real properties. Certain of these real properties subsequently were released from the collateral securing the Consolidated Secured Loan Facility.

November 21, 2014 (as amended, supplemented, or otherwise modified prior to the date hereof, the “**Holdings Unsecured Indenture**”), between Sears Holdings and Computershare Trust Company, N.A., as trustee, Sears Holdings issued 8% Senior Unsecured Notes Convertible PIK Notes due 2019 (the “**Holdings Unsecured PIK Notes**”) in an original principal amount of approximately \$214 million. Sears Holdings issued the Holdings Unsecured PIK Notes as a result of an exchange transaction (the “**Holdings Unsecured Notes Exchange**”), pursuant to which certain holders of Holdings Unsecured Notes tendered such notes in exchange for a like principal amount of Holdings Unsecured PIK Notes. The effect of the Holdings Unsecured Notes Exchange was to eliminate the cash interest expense associated with the principal amount of Holdings Unsecured Notes that were tendered, while granting to tendering holders and, under certain circumstances, Sears Holdings, the right to convert Holdings Unsecured PIK Notes into equity of Sears Holdings. The Holdings Unsecured PIK Notes mature on December 15, 2019, and interest thereon is payable semi-annually, at the election of Sears Holdings, in whole or in part, in cash or by increasing the principal amount of the outstanding Holdings Unsecured PIK Notes. As of the Commencement Date, the outstanding principal amount of the Holdings Unsecured PIK Notes was approximately \$222.6 million, plus unliquidated amounts including interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the Holdings Unsecured Indenture.¹⁴

(ix) *Holdings Unsecured Notes*. Pursuant to the First Supplemental Indenture, dated as of November 21, 2014, to the Holdings Unsecured Indenture, Sears Holdings issued 8% Senior Unsecured Notes due 2019 (the “**Holdings Unsecured Notes**”) in an original principal amount of approximately \$625 million. The Holdings Unsecured Notes mature on December 15,

¹⁴ ESL holds approximately \$195.1 million of the outstanding principal amount of the Holdings Unsecured PIK Notes.

2019, and interest thereon is payable semi-annually. As of the Commencement Date, the outstanding principal amount of the Holdings Unsecured Notes was approximately \$411.0 million, plus unliquidated amounts including interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the Holdings Unsecured Indenture.

(x) *SRAC Unsecured PIK Notes*. Pursuant to that certain Supplemental Indenture, dated as of March 20, 2018, to the Indenture, dated as of May 15, 1995 (as amended, supplemented, or otherwise modified prior to the date hereof, the “**1995 SRAC Indenture**”), between SRAC and The Bank of New York Mellon Trust Company, N.A., as successor trustee, SRAC issued 7% / 12% PIK-Toggle Notes due 2028 (the “**SRAC Unsecured PIK Notes**”) in an original principal amount of approximately \$101.9 million. SRAC issued the SRAC Unsecured PIK Notes as a result of an exchange transaction (the “**SRAC Unsecured Notes Exchange**”), pursuant to which certain holders of SRAC Unsecured Notes (as defined herein) tendered such notes in exchange for a like principal amount of SRAC Unsecured PIK Notes. The effect of the SRAC Unsecured Notes Exchange was to eliminate the cash interest expense associated with the principal amount of SRAC Unsecured Notes that were tendered. The SRAC Unsecured PIK Notes mature on March 31, 2028, and interest thereon is payable semi-annually, at the election of SRAC, in whole or in part, in cash at a rate of 7.00% per annum or by increasing the principal amount of the outstanding SRAC Unsecured PIK Notes at a rate of 12.00% per annum. SRAC’s obligations under the SRAC Unsecured PIK Notes are guaranteed by certain subsidiaries of Sears Holdings. As of the Commencement Date, the outstanding principal amount of the SRAC Unsecured PIK Notes was approximately \$107.9 million plus unliquidated amounts including

interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the 1995 SRAC Indenture.

(xi) *SRAC Unsecured Notes.* Pursuant to the 1995 SRAC Indenture and that certain Indenture, dated as of October 1, 2002 (as amended, supplemented or otherwise modified prior to the date hereof, the “**2002 SRAC Indenture**”), between SRAC and The Bank of New York Mellon Trust Company, N.A., as successor trustee, SRAC issued certain notes having various interest rates and maturities (the “**SRAC Unsecured Notes**”). As of the Commencement Date, the weighted interest rate of the outstanding SRAC Notes was 7.049%, and the outstanding principal amount of the SRAC Unsecured Notes was approximately \$185.6 million, plus unliquidated amounts including interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the 2002 SRAC Indenture.

(xii) *Trade Claims.* In the ordinary course of business, the Debtors incur various fixed, liquidated, and undisputed payment obligations (the “**Trade Claims**”) to various third-party providers of goods and services (the “**Trade Creditors**”) that are sold in the Debtors’ stores or facilitate the Debtors’ business operations. Certain of the Trade Claims (a) are entitled to statutory priority, including approximately \$126.1 million pursuant to section 503(b)(9) of the Bankruptcy Code; (b) may give rise to shippers’, warehousemen’s, or mechanics’ liens against the Debtors’ property if unpaid; (c) may relate to funds held in trust by the Debtors that are not the property of the Debtors’ estates; or (d) may be secured by letters of credit, security deposits, or rights of setoff (collectively, the “**Priority Trade Claims**”).

(xiii) *Intercompany Claims and Notes.* Certain Debtors hold claims against other Debtors and/or non-Debtor affiliates, which claims primarily result from the normal functioning of the Company’s centralized cash management system, as well as, in some cases,

the provision of intercompany services by one Company affiliate to another Company affiliate, such as, for example, administrative support services (the “**Intercompany Claims**”). Intercompany Claims are recorded in the Company’s books and records. Additionally, certain of the Debtors and their non-Debtor affiliates have issued Intercompany Notes, including (x) KCD Asset-Backed Notes and (y) SRAC Medium Term Notes (each as defined herein).

a. *KCD Asset-Backed Notes.* Pursuant to that certain Indenture, dated as of May 18, 2006 (as amended, supplemented or otherwise modified prior to the date hereof, the “**KCD Indenture**”), between KCD IP, LLC (“**KCD**”) and U.S. Bank, National Association, as trustee, KCD issued 6.90% KCD IP, LLC Asset-Backed Notes due 2019 (the “**KCD Asset-Backed Notes**”) in the an original principal amount of \$1.8 billion, secured by certain intellectual property related to *Kenmore®*, *DieHard®*, and *Craftsman®* brands. Pursuant to the Craftsman Transaction (as defined herein), in March 2017, the intellectual property related to the *Craftsman®* brand was released from the collateral securing the KCD Asset-Backed Notes, and \$900 million principal amount of KCD Asset-Backed Notes were redeemed. The KCD Asset-Backed Notes mature on June 25, 2029, and interest thereon is payable monthly. Pursuant to the Indenture, the current rate of interest on the KCD Asset-Backed Notes is 7.60% per annum. As of the Commencement Date, the outstanding principal amount amount of the KCD Asset-Backed Notes was approximately \$900 million, plus unliquidated amounts including interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the KCD Indenture. The KCD Asset-Backed Notes are held by Sears Reinsurance Company Ltd. (“**Sears Re**”), a non-Debtor affiliate of the Company.

b. *SRAC Medium Term Notes.* Pursuant to the 2002 SRAC Indenture, SRAC has issued certain intercompany unsecured notes of various interest rates and maturities

(the “**SRAC Medium Term Notes**”). All SRAC Medium Term Notes are held by affiliates of the Company. As of the Commencement Date, the outstanding principal amount of the SRAC Medium Term Notes was approximately \$2.3 billion, plus unliquidated amounts including interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the 2002 SRAC Indenture. Approximately \$1.4 billion in SRAC Medium Term Notes are held by Sears Re, a non-Debtor affiliate of the Company.

(xiv) *Sparrow Structure.*

a. *Sparrow Term Loan.* Pursuant to that certain Term Loan Agreement, dated as of March 14, 2018 (as amended, supplemented, or otherwise modified prior to the date hereof, the “**Sparrow Term Loan Agreement**”), among SRC O.P. LLC, SRC Facilities LLC and SRC Real Estate (TX), LLC, as borrowers (the “**Sparrow Borrowers**”), UBS AG, Stamford Branch, as administrative agent, and the lenders party thereto (the “**Sparrow Lenders**”), the Sparrow Lenders extended a term loan facility to the Company in an original principal amount of \$200.0 million (the “**Sparrow Term Loan**”),¹⁵ secured by, among other things, the Sparrow Borrowers’ interests in 138 real properties (the “**Sparrow Properties**”). Sears Holdings and Sears have provided a limited guaranty of the Sparrow Borrowers’ obligations under the Sparrow Term Loan. The Sparrow Properties are subject to that certain Amended and Restated Master Lease Agreement dated as of March 14, 2018. The Sparrow Term Loan matures on August 30, 2019. As of the Commencement Date, the Sparrow Borrowers are liable to the Sparrow Lenders under the Sparrow Term Loan Agreement in the aggregate amount of approximately \$110.0 million in respect of outstanding principal amount, plus unliquidated amounts including interest thereon and fees, expenses, charges, and other

¹⁵ On August 31, 2018, the Sparrow Lenders made an additional advance of approximately \$113 million.

obligations incurred in connection therewith as provided under the Sparrow Term Loan Agreement.

b. *Sparrow Mezzanine Term Loan.* Pursuant to that certain Term Loan Agreement, dated as of March 14, 2018 (as amended, supplemented, or otherwise modified prior to the date hereof, the “**Sparrow Mezzanine Term Loan Agreement**”), among SRC Sparrow 2 LLC, as borrower (the “**Sparrow Mezzanine Borrower**”), JPP, LLC, as administrative agent, and the lenders party thereto (including JPP, LLC and JPP II, LLC) (collectively, the “**Sparrow Mezzanine Lenders**”), the Sparrow Mezzanine Lenders extended a term loan to the Company in an original principal amount of \$240.0 million (the “**Sparrow Mezzanine Term Loan**”).¹⁶ The Sparrow Mezzanine Term Loan is secured by a pledge of equity interests in SRC O.P. LLC, which is the parent company of the other Sparrow Borrowers. Sears Holdings and Sears have provided a limited guaranty of the Sparrow Mezzanine Borrower’s obligations under the Sparrow Mezzanine Term Loan. The Sparrow Mezzanine Term Loan matures on July 20, 2020. As of the Commencement Date, the Sparrow Mezzanine Borrower is liable to the Sparrow Mezzanine Lenders in the aggregate amount of approximately \$513.2 million, in respect of outstanding principal amount, plus unliquidated amounts including interest thereon and fees, expenses, charges, and other obligations incurred in connection therewith as provided under the Sparrow Mezzanine Term Loan Agreement.¹⁷

(xv) *Equity Ownership.* Sears Holdings is a publicly held company and files annual and quarterly reports with, and furnishes other information to, the Securities and Exchange Commission. Sears Holdings lists its common stock on the NASDAQ Global Market

¹⁶ Since the initial closing of the Sparrow Mezzanine Term Loan, the Sparrow Mezzanine Lenders made additional advances in the aggregate principal amount of approximately \$273 million.

¹⁷ ESL is the only lender under the Sparrow Mezzanine Term Loan Agreement.

under the symbol “SHLD.” ESL owns approximately 49.7% of Sears Holdings’ common stock. All other debtors are direct or indirect subsidiaries of Sears Holdings. Sears Holdings has no preferred stock outstanding.

C. Pension Plan Protection and Forebearance Agreement

35. In March 2016, the Company entered into a five-year pension plan protection and forbearance agreement (the “**PPFA**”) with the Pension Benefit Guaranty Corporation (“**PBGC**”). Pursuant to the PPFA, the Company agreed to continue to “ring fence” the real estate assets and intellectual property (collectively, the “**Ring-Fenced Assets**”) held by certain of the Company’s subsidiaries (collectively, the “**Ring-Fenced Subsidiaries**”).¹⁸ The Ring-Fenced Subsidiaries granted the PBGC a “springing lien” on the Ring-Fenced Assets—which included the intellectual property related to the *Kenmore*®, *Craftsman*®, and *DieHard*® brands—which lien would be triggered (subject to certain conditions) upon the occurrence of a limited set of conditions, including (i) the failure to make required contributions to the Company’s domestic pension plans (the “**Pension Plans**”), (ii) a prohibited transfer of ownership interests in the Ring-Fenced Subsidiaries, (iii) the occurrence of a termination event under the Pension Plans, and (iv) bankruptcy- or insolvency-related events with respect to the Company or certain of its material subsidiaries (the “**Springing Lien Events**”). In exchange, the PBGC agreed to forbear from initiating an involuntary termination of the Company’s domestic pension plan. Upon the deposit of certain funds into an escrow account maintained by the PBGC for the benefit of the Company’s Pension Plans (the “**PBGC Escrow**”) (of which approximately \$280.6 million remains on deposit), the real estate assets and the intellectual

¹⁸ At the time, the Ring-Fenced Subsidiaries consisted of (i) SRC Depositor Corporation; (ii) SRC O.P. Corporation; (iii) SRC Real Estate (TX), LP; (iv) SRC Real Estate Holdings (TX), LLC; (v) SRC Facilities Statutory Trust No. 2003-A; and (vii) KCD IP, LLC.

property relating to the *Craftsman*® brand were released from the “ring fence” and the springing liens. Because the conditions for the springing lien to be triggered on the remaining intellectual-property-related Ring-Fenced Assets include payment in full of the KCD Asset-Backed Notes or the grant of such lien ceasing to constitute a default thereunder, neither of which has occurred, the springing lien in favor of the PBGC has not been triggered.

IV. **Circumstances Leading to Chapter 11 Cases**

36. As stated above, the Company has made every effort to complete its transformation outside of chapter 11. This process, however, has been expensive and slow. Ultimately, several factors necessitated the commencement of these Chapter 11 Cases, namely, declining revenues, unfavorable market conditions in the retail industry, and the Company’s significant and ongoing cash flow and liquidity issues, all of which were exacerbated by a contraction in credit terms over the years and the substantial selling, general, and administrative (“SG&A”) expenses associated with the Company’s store operations.

A. Declining Revenues

37. In recent years, the Company’s revenues have declined substantially, in large part due to store closings. Indeed, over the past five (5) fiscal years, the Company’s revenues have declined \$19.5 billion, or approximately 53.8%. In Fiscal Year 2017 alone, the Company’s revenues decreased by \$5.4 billion—approximately 24.6%—to \$16.7 billion, as compared to \$22.1 billion in Fiscal Year 2016. Comparable store sales similarly declined 13.5% in Fiscal Year 2017, which contributed to \$1.9 billion of the revenue decline relative to the prior year. When broken down by segment, in Fiscal Year 2017, *Sears*® comparable store sales declined 15.2%—driven primarily by decreased sales in the home appliance, apparel, consumer electronics, and lawn and garden categories—and *Kmart*® comparable store sales

declined 11.4%—driven primarily by decreased sales in the pharmacy, grocery and household, home fashion, drugstore, consumer electronics, and apparel categories.

B. Market Conditions

38. The retail department store business is a highly competitive market segment. The Company, in particular, competes with a wide variety of retailers, including other department stores, discounters, home-improvement stores, consumer-electronics dealers, automotive service providers, specialty retailers, and wholesale clubs, as well as many other retailers operating on a national, regional, or local level in the United States. On a nationwide basis, the Company's key competitors include Walmart, Target, Kohl's, J.C. Penney, Macy's, The Home Depot, Lowe's, Best Buy, and Amazon. The Company faces substantial competition from Home Depot and Lowe's in the home appliance category, which historically accounts for approximately 15% of the Company's revenue.

39. Additionally, online retailers have significantly increased competitive pressures in the retail industry, particularly with respect to businesses that have large brick-and-mortar footprints, such as the Company. Due in part to the growth of e-commerce, mall traffic has steadily declined, with recent data indicating that year-over-year mall traffic has declined by approximately eight percent (8%).¹⁹ Many traditional retailers have been forced to reduce prices to remain competitive and, in many cases, initiate massive store-closure initiatives in response to the challenging market conditions brought about by the growth of online retailers. As a result of such pressure, the Company has closed 71.7% of its store locations since 2013.

¹⁹ This data represents mall traffic year-over-year decline in June 2017 and is based on public data made available by Cowen & Company, National Traffic Devices.

C. Cash Flow and Liquidity Issues

40. The Company has been significantly limited in its ability to invest in and grow its business, and, as of the Commencement Date, the Company lacks sufficient liquidity to continue normal business operations. The Company currently has approximately \$5.6 billion in funded debt, approximately \$922 million of which is unsecured, which it primarily incurred to offset declining revenues, honor its pension obligations, and secure inventory following a contraction in trade terms. In addition, nearly all of the Company's assets are encumbered, including, among other things, over 200 real property locations, the Company's most valuable intellectual property, including intellectual property related to the *Kenmore®* and *DieHard®* brands, all of the Company's credit card receivables, pharmacy receivables, and inventory, as well as much of the Company's cash. Importantly, over \$1.7 billion of the Company's debt matures in what remains of Fiscal Year 2018 and Fiscal Year 2019. As of the Commencement Date, the Company's annual cash interest expense is approximately \$440 million. With respect to cash flow, the Company currently loses approximately \$125 million per month.

41. The Company also has substantial legacy liabilities that consume a significant amount of its cash on an annual basis. Although its Employees currently do not earn pension benefits, the Company has legacy pension obligations with respect to past service performed by its retirees. The Company contributed approximately \$546.9 million during Fiscal Year 2017 and, as of the Commencement Date, approximately \$459.3 million during Fiscal Year 2018 to its Pension Plans, inclusive of direct contributions and contributions into the PBGC Escrow (as defined herein).

42. Additionally, the Company's liquidity issues have been exacerbated by a contraction in trade terms. Certain vendors have demanded reduced payment schedules, while others have gone further, requiring the Company to pay cash in advance as a condition to the

continued delivery of merchandise. This has resulted in a nearly 78% reduction in trade credit and has required the Company to finance a significant portion of its inventory on its balance sheet, thereby limiting the Company's ability to purchase inventory and, as a result, to operate its stores at productive levels. The resulting reduction in inventory further aggravates the Company's liquidity position by shrinking the borrowing base under the Revolving Credit Facility, on which the Company relies to fund its working capital requirements. In addition, vendors also have reduced subsidies, which they historically have provided to support the Company's marketing efforts, by approximately \$84 million on an annual basis.

IV. **Prepetition Restructuring Efforts**

43. The Company has implemented various strategies—including initiatives to improve operational efficiencies, monetize the Company's assets, reduce and manage the Company's legacy liabilities, and refinance the Company's debt—to turn around the business in the years leading up to the commencement of these Chapter 11 Cases. These strategies, which are discussed more fully below, provided the Company with enough liquidity to reach this point, but the Company must avail itself of the protections and tools of chapter 11 for its transformation to progress further.

A. Strategic Operational Initiatives

44. Over the past five years, the Company has launched various initiatives to reduce expenses and stem the substantial operating losses that the Company has continued to endure. The Company, for example, has worked to simplify its organizational structure, thereby reducing its payroll and benefits obligations. The Company also has changed the way that it advertises to its customers, shifting away from traditional, mass-media advertising to more targeted—and cost-effective—forms of online advertising. Additionally, the Company has

improved its supply chain and logistics, including by rationalizing and simplifying the Company's distribution network and by improving load rates on existing freight.

45. The Company also has made a concerted effort to evaluate store-level performance to rationalize the size of its retail footprint, both in terms of the number of stores, as well as the square footage and layout of the stores that remain open. To that end, the Company has significantly reduced the number of stores that it operates. During Fiscal Year 2018 alone, the Company has closed over 300 unprofitable locations. In terms of reconfiguring the layouts and reducing the footprint of its remaining stores, the Company has introduced a new format at many of its locations, reimagining the way that space is utilized. As part of the redevelopment of its existing store base, the Company has reduced the square footage of its stores at many locations by approximately two-thirds, oftentimes subleasing the remainder of the space in a given structure to a third party.



A redeveloped Sears® store in Oak Brook, Illinois, which utilizes approximately one-third of its former physical footprint.
Source: Chuck Friedman/Pioneer Press.

These redeveloped Sears® stores also leverage the Company's *Shop Your Way*® platform. Customers may purchase merchandise that is not stocked in the downsized stores from computerized kiosks that provide customers with access to the *Shop Your Way*® platform. Additionally, existing *Shop Your Way*® members are offered certain in-store benefits, including

access to exclusive in-store “welcome centers” in which members may, among other things, enjoy complimentary coffee during their shopping experience.



A “welcome center” reserved exclusively for *Shop Your Way*® members. Source: Sears Holdings Corporation

The reduction in the number of stores that the Company operates, as well as the reconfiguration of the stores it continues to operate, is part of the Company’s larger process of transforming its business model to place a greater emphasis on providing dynamic online and in-person shopping experiences for its customers. To date, however, the Company has not been able to reduce its substantial SG&A expenses to a manageable level, which would be necessary to turn around the business.

B. Monetization of the Company’s Real Estate Portfolio

46. In a further effort to generate cash, enhance its liquidity, and extend its runway, the Company has monetized substantially all of its real estate portfolio. In April 2015, the Company entered into transactions (collectively, the “**Real Estate JV Transactions**”) to form three distinct real estate ventures with General Growth Properties, Inc., Simon Property Group, Inc., and The Macerich Company (collectively, the “**Real Estate JVs**”). The Company contributed thirty-one (31) properties, in the aggregate, to the Real Estate JVs in exchange for a fifty-percent (50%) interest in the Real Estate JVs. The Company received gross proceeds from

the Real Estate JV Transactions of approximately \$429 million in the aggregate. Further, in July 2015, Holdings completed a rights offering, which was offered to all stockholders, and a sale-leaseback transaction (the “**Seritage Transaction**”) with Seritage Growth Properties (“**Seritage**”), a newly formed, publicly traded real estate investment trust (“**REIT**”).²⁰ As part of the Seritage Transaction, the Company sold 235 properties (the “**REIT Properties**”) to Seritage, along with the Company’s fifty-percent (50%) interest in the Real Estate JVs. The Company obtained independent appraisals of all of the REIT Properties from Cushman & Wakefield plc, and Seritage acquired the REIT Properties at the appraised values. The Company received gross proceeds from the Seritage Transaction of approximately \$2.7 billion in the aggregate. The Seritage Transaction was reviewed by an independent special committee of the Board with input from independent legal and financial advisors and then was approved by the full Board.

47. The Company also has pledged its real estate assets as collateral to obtain financing, including with respect to the 2016 Real Estate Loan, the 2017 Real Estate Loan, the Sparrow Term Loan, and the Sparrow Mezzanine Term Loan. By obtaining such financing, the Company gained immediate access to capital. Much of this financing was provided to the Company by ESL following review by an independent special committee of the Board with input from independent legal and financial advisors and, subsequently, approval of the full Board.

C. Sale of the Craftsman® Brand

48. In January 2017, the Company announced that it had entered into a definitive agreement under which Stanley Black & Decker, Inc. (“**SB&D**”) agreed to purchase

²⁰ According to public securities filings, ESL currently beneficially owns approximately 37.8% of the outstanding combined ownership shares of Seritage.

the *Craftsman*® brand from the Company (the “**Craftsman Transaction**”). Under the Craftsman Transaction, the Company received (i) an initial upfront payment of approximately \$525 million at closing, (ii) a deferred payment of approximately \$250 million in cash on the third anniversary of the closing (the “**Craftsman Deferred Payment**”), and (iii) payments of between 2.5% and 3.5% on SB&D’s sales of *Craftsman*® products during the fifteen (15) year period following the closing (collectively, the “**Craftsman Royalty Payments**”).

49. Inasmuch as the intellectual property with respect to the *Craftsman*® brand was a Ring-Fenced Asset, without the consent of the PBGC, the consummation of the Craftsman Transaction would constitute a Springing Lien Event under the PPPFA. In March 2017, the PBGC consented to the consummation of the Craftsman Transaction—including the sale of the *Craftsman*®-related assets. As a condition to obtaining the PBGC’s consent, the Company agreed to grant the PBGC a lien on, and subsequently contribute to the Company’s Pension Plans, (i) the value of the \$250 million Craftsman Deferred Payment, with such payment being fully credited against certain of the Company’s minimum pension funding obligations in 2017, 2018, and 2019; (ii) a lien on the Craftsman Royalty Payments, with such payments contributed to the Company’s Pension Plans and credited against the Company’s minimum pension funding obligations starting no later than five (5) years from the date of consummation of the Craftsman Transaction; and (iii) a lien on twelve (12) real properties with an appraised value of \$100 million (the “**Craftsman Mortgaged Properties**”), which properties previously were not Ring-Fenced Assets.

50. During the second quarter of 2017, the Company sold the receivable related to the Craftsman Deferred Payment (the “**Craftsman Deferred Payment Receivable**”) to a third-party purchaser and deposited the proceeds therefrom into the PBGC Escrow. The

Company subsequently contributed a portion of the proceeds realized from the sale of the Craftsman Deferred Payment Receivable to the Pension Plans, which contribution was credited against the Company's minimum pension funding obligations.

51. In August 2018, the Company entered into an agreement with the PBGC, whereby the PBGC agreed to release its liens on the Craftsman Mortgaged Properties. In consideration of the PBGC's agreement to release its liens on the Craftsman Mortgaged Properties, which have a value of approximately \$100 million, the Company deposited \$32 million into the PBGC Escrow, which will be fully credited against certain of the Company's minimum pension funding obligations when contributed to the Company's Pension Plans.

D. PPFA REMIC Amendment

52. In November 2017, the Company entered into another agreement with the PBGC (the "**REMIC Amendment Agreement**") to amend the PPFA to permit the Company to monetize 138 real properties (the "**REMIC Properties**") that were Ring-Fenced Assets under to the PPFA. Pursuant to the REMIC Amendment Agreement, the PBGC agreed to release the REMIC Properties from the ring-fence arrangement, such that the REMIC Properties would no longer be Ring-Fenced Assets, upon the Company's contribution to the Pension Plans and the PBGC Escrow of an aggregate amount of approximately \$407 million from the proceeds of a monetization of such REMIC Properties, which would be credited against the Company's minimum funding obligations when contributed to the Company's Pension Plans. Pursuant to the REMIC Amendment Agreement, the Company also agreed to make a \$20 million supplemental contribution to the Company's Pension Plans, which would not be so credited. In March 2018, the Company entered into the Sparrow Term Loan Agreement and the Sparrow Mezzanine Term Loan Agreement, pledging the REMIC Properties and the Company's equity interests in the parent company of the subsidiaries that own the REMIC Properties, respectively,

as security thereunder. The Company utilized the proceeds of the Sparrow Term Loan and the Sparrow Mezzanine Term Loan to contribute approximately \$282 million to the Pension Plans and to deposit approximately \$125 million into the PBGC Escrow.

E. Refinancing of Debt Facilities

53. The Company has taken a number of actions with respect to its debt obligations to enhance its liquidity position, which actions were necessary to meet its obligations in light of the substantial operating losses and negative cash flow experienced by the Company during recent years. In particular, the Company reached agreements with its lenders to extend the maturity of certain of its indebtedness, eliminate a portion of its cash interest expense, and enhance its overall flexibility. Since 2016, the Company has, among other things, extended the maturity of and eventually repaid in full the First Lien Term Loan A, amended the First Lien Credit Agreement to increase its general debt basket, increased the advance rate under the Second Lien Credit Facility, extended the maturity of approximately \$169.8 million principal amount of Second Lien Notes pursuant to the Second Lien Notes Exchange, and eliminated approximately \$15 million per quarter in cash interest expense pursuant to the Second Lien Notes Exchange, the Holdings Unsecured Notes Exchange, and the SRAC Unsecured Notes Exchange. The Company also has obtained various additional financing on both a secured and unsecured basis. The majority of this additional financing was provided to the Company by ESL. In each case that the Company entered into a transaction with ESL to obtain additional financing, such transaction was reviewed by an independent special committee of the Board with input from independent legal and financial advisors and then was approved by the full Board.

F. Amendment of Credit Card Arrangement with Citibank

54. Additionally, in May 2018, the Company entered into an amendment of its credit card program agreement (the “**Citibank Card Amendment**”) with Citibank, N.A. (“**Citibank**”) to provide for a five (5) year extension of the Company’s credit card program through November 2025 (subject to the Company’s right to extend the program for an additional two (2) years and to certain financial preconditions). Pursuant to the Citibank Card Amendment, Citibank paid the Company \$425 million, and the Company established a reserve for the benefit of Citibank in the amount of \$25 million, immediately following the parties’ entry into the amendment. The Citibank Card Amendment provided the Company with significant liquidity.

**V.
First-Day Pleadings**

55. As stated, the Debtors operate in a highly competitive retail sector and currently burdened by significant operating losses. If the Company is to turn around and transform its business through the chapter 11 process, it is imperative that the Debtors make a seamless transition into chapter 11 to preserve the reputation of their businesses and the loyalty and goodwill of their customers, suppliers, and employees. Sales and operations must continue in the ordinary course of business to preserve the value of the Debtors’ business, and going-out-of-business sales must begin as quickly as possible at the 142 closing stores to access much-needed liquidity, eliminate the associated cash burn, and take advantage of the winter holiday season. Accordingly, the Debtors have filed a number of First Day Pleadings designed to facilitate their transition into these chapter 11 cases. The Debtors anticipate that the Court will

conduct a hearing on the Commencement Date at which the Court will hear and consider many of the First Day Pleadings.²¹

56. I have reviewed each of the First Day Pleadings with the Debtors' counsel, and I believe that the relief sought in each of the First Day Pleadings is tailored to meet the goals described above and will be necessary and critical to the Debtors' ability to successfully execute a restructuring and is in the best interests of the Debtors' estates and creditors. A description of the relief requested and the facts supporting each of the pleadings is set forth below.

VI. Information Required by Local Rule 1007-2

A. Administrative Motions

- (i) Motion of Debtors for Entry of Order Directing Joint Administration of Related Chapter 11 Cases (the "**Joint Administration Motion**")

57. The Debtors request entry of an order directing joint administration of these chapter 11 cases for procedural purposes pursuant to Bankruptcy Rule 1015(b) and that the Court maintain one file and one docket for all of the chapter 11 cases under the lead case, Sears Holdings Corporation.

58. Joint administration of the chapter 11 cases will provide significant administrative efficiencies without harming the substantive rights of any party in interest. Many of the motions, hearings, and orders that will be filed in the chapter 11 cases almost certainly will affect each of the Debtors. The entry of an order directing joint administration of the chapter 11 cases will reduce fees and costs by avoiding duplicative filings, objections, notices, and hearings, and will allow all parties in interest to monitor the chapter 11 cases with greater

²¹ Capitalized terms used below in the descriptions of the First-Day Pleadings and not otherwise defined have the meanings given to them in the applicable First-Day Pleading.

ease and efficiency. The relief requested in the Joint Administration Motion is in the best interests of the Debtors' estates, their creditors, and all other parties in interest and will enable the Debtors to continue to operate their businesses in chapter 11 with the least disruption.

- (ii) Motion of Debtors for Entry of Order Implementing Certain Notice and Case Management Procedures (the "**Case Management Motion**")

59. The Debtors seek entry of an order approving and implementing the notice, case management, and administrative procedures therein (collectively, the "**Case Management Procedures**").

60. Given the size and scope of these cases, the Case Management Procedures will facilitate service of notices, motions, applications, declarations, objections, responses, memoranda, briefs, supporting documents, and other papers filed in these chapter 11 cases that will be less burdensome and costly than serving such documents on every potentially interested party. This, in turn, will maximize the efficiency and orderly administration of these chapter 11 cases, while at the same time ensuring that appropriate notice is provided.

- (iii) Motion of Debtors for Entry of Order Extending Time to File Schedules of Assets and Liabilities, Schedules of Contracts and Unexpired Leases, and Statement of Financial Affairs (the "**Schedules and Statements Motion**")

61. The Debtors request entry of an order granting additional time to file their schedules of assets and liabilities, schedules of executory contracts and unexpired leases, and statements of financial affairs. As a consequence of the size and complexity of the Debtors' business operations, the number of creditors likely to be involved in these chapter 11 cases, the geographical spread of the Debtors' operations, the numerous critical operational matters that the Debtors' management and employees must address, a 45-day extension (without prejudice to further extensions) is necessary and appropriate.

- (iv) Motion of Debtors for Entry of Order (I) Waiving the Requirement to (A) File List of Creditors (B) Prepare and File the List of Equity Security Holders and (C) Provide Equity Security Holders with the Notice of Commencement, and (II) Granting Debtors Authority to Establish Procedures for Notifying Creditors of Commencement of Chapter 11 Cases (the “**Creditor Matrix Motion**”)

62. The Debtors seek entry of an order (i) waiving the requirement to (a) file a list of creditors (b) file a list of equity security holders; and (c) provide equity security holders with Notice of Commencement, and (ii) approving the form and manner of notifying creditors of commencement of these chapter 11 cases.

63. Permitting the Debtors to waive the requirement to provide notice to creditors and equity holders is warranted under the circumstances of these chapter 11 cases. Specifically, this will benefit the Debtors and their estates by allowing the Debtors to more efficiently provide required notices to parties in interest and reduce the potential for duplicate mailings.

64. Cause exists to authorize the Debtors to waive the requirement to file the list of equity security holders. Sears Holdings is a public company and, as of the Commencement Date, has over 107 million common shares outstanding. The ownership of these shares change on a daily, if not more frequent, basis. Preparing the Equity List with last-known addresses and sending notices to all parties on the Equity List will be expensive and difficult to do accurately.

B. Operational Motions Requesting Immediate Relief

65. The Debtors intend to ask for immediate relief with respect to the following First Day Pleadings and, therefore, will present these motions at the First Day Hearing.

- (i) Motion of Debtors For Authority to (I) Continue Using Existing Cash Management System, Bank Accounts, and Business Forms, (II) Implement Ordinary Course Changes to Cash Management System, (III) Continue Intercompany Transactions, and (IV) Provide Administrative Expense Priority for Postpetition Intercompany Claims and Related Relief (the “**Cash Management Motion**”)

66. The Debtors request authorization to (a) continue their existing cash management system, including, without limitation, the continued maintenance of their existing bank accounts and business forms; (b) implement changes to their cash management system in the ordinary course of business, including, without limitation, opening new or closing existing bank accounts; (c) continue to perform under and honor intercompany transactions with Debtor and non-Debtor affiliates in the ordinary course of business, in their business judgment and at their sole discretion, but subject to the terms and conditions set forth herein; (d) honor obligations with respect to service fees and chargebacks in connection with existing agreements with banks, credit card companies, and non-cash payment processors; and (e) provide administrative expense priority for certain postpetition intercompany claims. The Debtors also request that the Court grant any necessary relief related to the foregoing.

67. In the ordinary course of business, the Debtors utilize an integrated, centralized cash management system to collect, concentrate, and disburse funds generated by their operations (the “**Cash Management System**”). The Cash Management System is composed of 154 bank accounts (collectively, the “**Bank Accounts**”) maintained at various financial institutions (the “**Banks**”) and is designed to accommodate different business divisions and to collect, organize, and track various forms of cash receipts and disbursements. The Cash Management System enables the Debtors to efficiently collect and disburse cash generated by their businesses, pay their financial obligations, centrally control and monitor corporate funds and available cash, comply with the requirements of their financing agreements, reduce

administrative expenses, and obtain accurate account balances and other financial data. It is critical that the Cash Management System remain intact during these chapter 11 cases to ensure the seamless continuation of transactions and uninterrupted collection of revenues.

68. The Cash Management System constitutes an ordinary course and essential business practice of the Debtors. The Cash Management System provides significant benefits to the Debtors, including, among other things, the ability to (i) control corporate funds, (ii) ensure the maximum availability of funds when and where necessary, and (iii) reduce costs and administrative expenses by facilitating the movement of funds and the development of more timely and accurate account information.

69. If the Debtors are not permitted to maintain and continue to use their Bank Accounts and Business Forms, the resulting prejudice will include (i) severe and likely irreparable disruption of the Debtors' ordinary financial affairs and business operations, (ii) delay in the administration of the Debtors' estates and (iii) cost to the estates to set up new systems, open new accounts, and order new Business Forms.

- (ii) Motion of Debtors for Entry of an Order (I) Authorizing but Not Directing the Debtors To (A) Pay Certain Prepetition Wages and Reimbursable Employee Expenses, (B) Pay and Honor Employee Medical and Other Benefits, and (C) Continue Employee Benefits Programs, and (II) Granting Related Relief (the "**Wages and Benefits Motion**")

70. The Debtors request authority, but not direction, to pay certain prepetition amounts, and maintain and continue to honor and pay, in their sole discretion subject to limits imposed by the Bankruptcy Code, all amounts with respect to the Debtors' business practices, programs, and policies for their employees or supplemental workforce as such were in effect on the Commencement Date and as such may be modified or supplemented from time to time in the ordinary course of business as provided in the motion, including (a) Unpaid Compensation; (b) Deductions and Payroll Taxes; (c) the obligations owed to the supplemental workforce; (d)

Reimbursable Expenses; (e) the Corporate Card Program; (f) the Employee Benefit Programs; (g) the non-insider Severance Program; (h) the Former Employee Benefit Plans; and (i) the Other Employee Programs (each as defined in the Wages and Benefits Motion); and (ii) related relief.

71. The Debtors' workforce relies on the Debtors' compensation, benefits, and reimbursement of expenses to satisfy daily living expenses. The workforce will be exposed to significant financial difficulties if the Debtors are not permitted to honor obligations for unpaid compensation, benefits, and reimbursable expenses. Moreover, if the Debtors are unable to satisfy such obligations, morale and loyalty will be jeopardized at a time when support is critical.

(iii) Motion of Debtors for Authority to Pay Certain Prepetition Taxes and Fees ("**Taxes and Fees Motion**")

72. The Debtors request authority, but not direction, to remit and pay certain taxes, assessments, fees, and other charges in the ordinary course of business, including any taxes, assessments, fees, and charges subsequently determined upon audit, or otherwise, to be owed (collectively, the "**Taxes and Fees**").

73. The Debtors collect, withhold and incur an assortment of Taxes and Fees that they remit periodically to various federal, state and local taxing, licensing, regulatory and other governmental authorities (collectively, the "**Authorities**"). Many of the Taxes and Fees collected prepetition are not property of the Debtors' estates but, rather, are held in trust for the Authorities. The Debtors also seek to pay certain Taxes and Fees to, among other things, forestall Authorities from taking actions that may interfere with the Debtors' administration of their chapter 11 cases. Such interference could include asserting liens on the Debtors' property or assessing penalties or significant interest on past-due taxes. In addition, non-payment of the

Taxes and Fees may give rise to priority claims pursuant to section 507(a)(8) of the Bankruptcy Code. Accordingly, I believe that the relief requested in the Taxes and Fees Motion is in the best interests of the Debtors' estates, their creditors and all other parties in interest, and will enable the Debtors to continue to operate their businesses.

- (iv) Motion of Debtors for Authority but Not Direction to (I) Continue and Maintain Their Insurance Policies, Workers' Compensation Programs, and Premium Financing Arrangements; (II) Honor All Insurance and Compensation Obligations; and (III) Pay Certain Workers' Compensation Obligations (the "**Insurance Motion**")

74. The Debtors request authority, pursuant to sections 105(a) and 363(b) of the Bankruptcy Code, but not direction, to (i) continue to maintain their Insurance Policies and Workers' Compensation Programs; (ii) and honor their Insurance Obligations and Workers' Compensation Obligations in the ordinary course of business during the administration of these chapter 11 cases; and (iii) pay any prepetition Workers' Compensation Obligations.

75. The Debtors make premium payments to the Brokers or in some cases directly to the Insurers, on different schedules, depending upon the applicable Insurance Policy, which range from as frequently as monthly, to as infrequently as annually. Pursuant to the Insurance Policies, the Debtors pay premiums based upon fixed rates established and billed by each Insurance Carrier (collectively, the "**Insurance Premiums**").

76. The aggregate annual cost of the Insurance Premiums is approximately \$27 million. While the Debtors are current on all Insurance Premiums, the Debtors estimate that they will pay approximately \$850,000 on account of Insurance Premiums within the first thirty (30) days of the chapter 11 cases. Additionally, the aggregate annual cost of the Service Provider Fees is approximately \$12.5 million, of which, \$200,000 will come due within the first thirty (30) days of the chapter 11 cases.

77. The Debtors finance premiums under certain of their Insurance Policies because it is not economically advantageous for the Debtors to consistently pay the premiums on the Financed Policies, in full, on a lump-sum, quarterly, or monthly basis. Accordingly, in the ordinary course of business, the Debtors finance the premiums on the Financed Policies pursuant to three premium financing agreements (the “**Premium Financing Agreements**”) with AFCO Credit Corporation. By the Insurance Motion, the Debtors request authority, but not direction, to continue making payments pursuant to the Premium Financing Agreements, and to renew such agreements and enter into new Premium Financing Agreements as necessary in the ordinary course of business.

- (v) Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing Debtors to Pay Certain Prepetition Obligations to Critical Vendors, (II) Approving Procedures to Address Vendors who Repudiate and Refuse to Honor Their Contractual Obligations to The Debtors, and (III) Granting Related Relief (the “**Critical Vendors Motion**”)

78. The Debtors seek entry of an order (i) authorizing, but not directing, the Debtors to pay up to \$70 million on an interim basis (the “**Interim Critical Vendor Cap**” and \$90 million on a final basis (the “**Final Critical Vendor Cap**, together with the Interim Critical Vendor Cap, the “**Critical Vendor Caps**”) in aggregate prepetition Critical Vendor Claims; (ii) approving procedures to address those vendors who repudiate and refuse to honor their contractual obligations to the Debtors; and (iii) granting related relief.

79. The lifeline of the Debtors’ businesses is their access to, and relationship with, their network of vendors and suppliers that deliver essential goods to the Debtors’ stores and other facilities. As an operator of retail stores, service centers, and websites, the Company’s ability to generate income is dependent on sales, the volume of which, in large part, is dependent upon customer traffic and satisfaction. If the quality and volume of the Company’s inventory goes down, so too will its sales. Even minor disruptions in the Debtors’

supply chain would have far-reaching economic and operational impacts on the entire enterprise and irreparably harm the goodwill the Debtors have garnered with their customers during their century of operations.

80. The vast majority of the Debtors' inventory is provided by a broad network of thousands of vendors that primarily conduct business with the Debtors on an invoice-by-invoice or purchase order basis, and not pursuant to long-term contracts. These vendors typically supply customers with products on trade terms based on their experience with, and perceived risk of, conducting business with such customers. Over the past two years, many of the Debtors' key vendors reacted negatively to news of the Debtors' financial challenges by either imposing new and onerous trade terms or outright refusal to ship merchandise, all of which have further impaired the Debtors' liquidity position and their ability to remain competitive with peer retailers. In fact, in the two weeks leading up to the commencement of these case, approximately 200 hundred of the Debtors' vendors have stopped or refused to ship merchandise to the Debtors, which has had a significant impact on the Debtors' liquidity position.

81. Many of the Critical Vendors are invaluable to the Debtors' operations, as such vendors are sole- or limited-source or high-volume suppliers of certain popular branded or otherwise "in-demand" goods (due to regional or geographic preferences or seasonal demand) or other "high-turnover" goods. The Debtors do not have long-term supply agreements with most of their Critical Vendors and, instead, source goods on an order-by-order basis. As a result, the Debtors have limited leverage to compel performance from Critical Vendors on commercially reasonable terms. The Debtors' position is further weakened by their inability to obtain certain branded products in highest demand from alternative Merchandise Vendors.

Moreover, because the Debtors' vendor network includes a number of nominally-distinct, but affiliated Critical Vendors, the Debtors' failure to pay one Critical Vendor could have a ripple effect, negatively impacting the Debtors' relationship with multiple Critical Vendors and access to their product offerings on commercially reasonable terms.

- (vi) Motion of Debtors for Interim and Final Authority to (I) Pay Prepetition Claims of (A) Shippers, Warehousemen, and Other Non-Merchandise Lien Claimants, and (B) Holders of PACA/PASA Claims, and (II) Confirm Administrative Expense Priority for Prepetition Order Delivered to the Debtors Postpetition and Satisfy Such Obligations in the Ordinary Course of Business (the "**Lienholders' Motion**")

82. The Debtors seek authority, but not direction, to pay Prepetition Claims of (a) Shippers, (b) Non-Merchandise Lien Claimants, (c) certain amounts in connection with Commencement Date Orders to suppliers, and (d) the PACA/PASA Claims.

83. Certain of the Debtors' Merchandise is delivered by third-party transporters (collectively, the "**Shippers**"). In the event that the Debtors fail to reimburse the Shippers for charges incurred in connection with the transport of the Merchandise, various state laws permit the Shippers to assert a statutory lien against the Merchandise in their possession that is the subject of any delinquent charges, securing such charges and potentially blocking the Debtors' access to the Merchandise.

84. The Debtors also contract with a number of third parties (collectively, the "**Non-Merchandise Lien Claimants**") to perform repairs and make improvements related to refrigeration equipment, electrical systems, plumbing, elevator and escalator systems and various types of food service equipment. The Non-Merchandise Lien Claimants could potentially assert liens, including mechanic's liens, artisan's liens and materialman's liens against the Debtors' property for amounts the Debtors owe to these third parties (collectively, the "**Miscellaneous Lien Claims**"). If the Debtors are unable to pay the Non-Merchandise Lien

Claims, they risk losing access to facilities and equipment that are critical to the continued operation of the Supermarkets.

85. In addition, prior to the Commencement Date, and in the ordinary course of business, the Debtors ordered Merchandise that will not be delivered until on or after the Commencement Date (the “**Commencement Date Orders**”). To avoid becoming general unsecured creditors of the Debtors’ estates with respect to related Merchandise, certain suppliers may refuse to ship or transport such Merchandise or may recall such shipments with respect to such Commencement Date Orders or refuse to delivery future orders unless the Debtors issue substitute purchase orders postpetition or pay for such Merchandise. The Debtors therefore require the relief requested in the Lienholders’ Motion to prevent any disruption to the Debtors’ retail operations.

- (vii) Motion of Debtors for Authority to (I) Maintain and Administer Prepetition Customer Programs, Promotions, and Practices, and (II) Pay and Honor Related Prepetition Obligations (the “**Customer Programs Motion**”)

86. The Debtors request authority to, in the ordinary course of business and consistent with past practice; (i) maintain and administer customer programs, promotions and practices, as necessary and appropriate in the Debtors’ business judgment; and (ii) to pay and otherwise honor their obligations to customers relating thereto, whether arising prior to or after the Commencement Date.

87. The Debtors’ businesses depend upon the loyalty of their customers. To maximize customer loyalty, the Debtors have maintained and followed, in the ordinary course of business, various practices and programs (collectively, the “**Customer Programs**”) to reward and provide incentives to existing customers and to attract new customers to the Debtors’ stores. Without the ability to continue their Customer Programs and to satisfy

prepetition obligations in connection therewith, the Debtors risk losing market share and the value of their businesses.

- (viii) Motion of Debtors for Authority to (I) Maintain Certain Trust Fund Programs, (II) Release Certain Funds Held in Trust, and (III) Continue to Perform and Honor Related Obligations (the “**Trust Funds Motion**”)

88. The Debtors request authority, but not direction, to continue to perform and honor obligations under programs or other arrangements requiring the Debtors to release certain funds held in trust for the benefit and on behalf of non-Debtor third parties (collectively, the “**Trust Fund Programs**”). The Debtors engage in various marketing and sales practices designed to offer a convenience to their customers, attract new customers, promote loyalty among the existing customer base, and producing alternative streams of income. Such practices include selling lottery tickets, franchises, third-party retail gift cards, onsite money transfer services, and coin and bottle depository. It is essential that the Debtors honor their obligations in connection with such services and arrangements to preserve reputational integrity and continue to attract existing and new customers of their stores.

89. Not only do the Debtors earn commission or bonuses directly from their participation in the Trust Programs, but the Trust Programs also serve to attract customers to the Debtors’ stores, resulting in increased revenues for the Debtors. The payment of the Trust Funds is important to the Debtors’ continued business operations, and the value of the Debtors’ businesses could be significantly harmed if the Debtors are unable to continue to offer the Trust Programs, and may drive customers to the Debtors’ competitors for access these programs and products.

- (ix) Motion of Debtors for Interim and Final Orders Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in, and Claims Against, the Debtors and Claiming a Worthless Stock Deduction (the “**NOLs Motion**”)

90. The Debtors seek to establish procedures (the “**Procedures**”) to protect the potential value of the Debtors’ consolidated net operating loss carryforwards (“**NOLs**”) and other tax benefits (collectively, the “**Tax Attributes**”) for use in connection with the reorganization of the Debtors.

91. The Debtors possess certain Tax Attributes, including tax basis in assets exceeding the value of such assets and, as of the Commencement Date, estimated NOLs in excess of \$5 billion and tax credits of approximately \$900 million. The trading procedures seek authority to restrict trading of Sears Holdings Stock and any claim of a worthless stock deduction that could result in an ownership change occurring *before* the effective date of a chapter 11 plan or any applicable bankruptcy court order. Such a restriction would protect the Debtors’ ability to use the Tax Attributes during the pendency of these chapter 11 cases.

- (x) Motion of Debtors for Approval of (I) Procedures for Store Closing Sales and (II) Assumption of The Liquidation Consulting Agreement (the “**Store Closing Procedures Motion**”)

92. By the Store Closing Procedures Motion, the Debtors seek to implement a key component of their chapter 11 strategy, which is to close certain unprofitable stores to eliminate the significant cash burn associates therewith and position themselves for a restructuring transaction or sale to maximize value and preserve as many jobs as possible. Such closures will improve the Debtors’ financial outlook and liquidity profile and will allow the Debtors to focus their efforts around the restructuring or sale of a smaller footprint of stores in target markets with the potential for sustainable growth. By the Store Closing Procedures Motion, the Debtors seek approval of procedures to close any stores that they determine, in their

business judgment, should be closed in order to preserve liquidity and maximize the value of their estates (the “**Closing Stores**”). The Debtors also seek approval of streamlined procedures to sell the inventory, furniture, fixtures, and equipment (“**FF&E**”), and other assets in the Closing Stores (collectively, the “**Store Closing Assets**”), in each case free and clear of liens, claims, or encumbrances (the “**Store Closing Procedures**,” and the sales, the “**Store Closing Sales**”).

93. The Debtors have engaged in a systematic review of each of the Debtors’ stores and analyzed their profitability and market impact and will continue to do so during these chapter 11 cases. In analyzing their stores, the Debtors considered, and continue to consider, among other factors, current occupancy costs, historical and projected store profitability, recent and projected sales trends, the geographic market in which each store is located, the potential to realize negotiated rent reductions with the landlords of the applicable store (the “**Landlords**”), and other specific factors related to a store’s performance.

94. The Debtors continue to evaluate their entire lease portfolio to seek out opportunities for cost savings, including the possibility of seeking rent concessions. Certain of the Debtors’ stores are underperforming, sustain current losses, are subject to above-market rent, or are too large for the Debtors’ needs. The Debtors have carefully considered the impact of store closures on the Debtors’ creditors, employees, and other constituencies.

95. I believe that closing the Closing Stores will maximize value to all stakeholders. It will immediately lower the Debtors’ costs and increase cash flow from operations. The Debtors will liquidate any inventory remaining at the Closing Stores as part of the Store Closing Sales, which I believe will maximize return on its inventory as part of their store closing process. As part of closing the Closing Stores, the Debtors may transfer their first-

generation inventory and other premium products from the Closing Stores to the Debtors' remaining stores. In addition, the Debtors may transfer unproductive inventory from both "go forward" stores and distribution centers to the Closing Stores. The remaining stores will constitute a leaner enterprise, offering greater strategic value and potential for sustainable growth.

96. The Debtors have identified 142 retail stores that require prompt closure (the "**Initial Closing Stores**"). The Initial Closing Stores are underperforming, sustaining significant losses, and/or have no leasehold value for the Debtors to monetize. Of the Initial Closing Stores, 98 were unprofitable in fiscal year 2017, and 44 produced flat or marginal profits in fiscal year 2017 or are trending downwards in 2018 due to local market and competitive factors. To date, no buyer has expressed an interest in buying the Initial Closing Stores on a going concern basis. The liquidation of assets at the Initial Closing Stores is expected to yield approximately \$42 million in net proceeds, which will be used to pay down the DIP ABL Facility and fund these chapter 11 cases. Immediate commencement of store closures at the Initial Closing Stores is also required as a condition to the DIP ABL Facility. The Debtors will provide notice of their intent to apply the Store Closing Procedures to any additional Closing Stores.

97. Implementing the Store Closing Procedures will generate funds that will provide the Debtors with needed liquidity to satisfy their obligations during these chapter 11 cases, and to pay down the Debtors' debt in possession financing. The Debtors will select any additional Closing Stores to undergo the Store Closing Procedures after a comprehensive analysis of those stores' profitability, ability to be sold during a possible sales process, and negative leasehold value.

98. Additionally, I believe that the ability to sell or transfer the Pharmaceutical Assets located at the Closing Stores is a necessary step in ensuring the Debtors are capable of closing the unprofitable Closing Stores on a reasonable schedule and the Debtors will ensure the best price under the circumstances is received for any Pharmaceutical Assets sold.

99. I believe that implementing the Store Closing Procedures will allow the Debtors to avoid payment of administrative rent that is not beneficial to the Debtors and their estates, improve the Debtors' liquidity, allow the Debtors to focus on their larger sale or restructuring process, and maximize creditor recoveries. Any interruption or delay in the Debtors' ability to efficiently close the Closing Stores during these chapter 11 cases could have serious negative consequences for the Debtors' estates. Thus, to maintain the value of the Store Closing Assets, it is important that the Court permit the Debtors flexibility to act in the most expeditious and efficient manner possible. I believe that there is sufficient business justification for the Debtors to begin immediately implementing the Store Closing Procedures.

(xi) Motion of Debtors for Entry of an Order Establishing Procedures for Rejection of Unexpired Leases of Nonresidential Real Property and Abandonment of Property in Connection Therewith (the "**Lease Rejection Procedures Motion**")

100. By the Lease Rejection Procedures Motion, the Debtors request authority to approve streamlined procedures (the "**Rejection Procedures**") for the rejection of unexpired Leases, effective as of the Rejection Date, and the abandonment of certain property in connection therewith.

101. In the months leading up to the Commencement Date, the Debtors, together with their advisors, conducted an extensive review of all of their store operations, as well as their leases of non-residential real property. The Debtors are continuing to review their retail store footprint, as well as their real estate portfolio, and expect that additional store

closings and lease rejections may be prudent as the chapter 11 cases unfold. To streamline future store closings, rejections of unexpired nonresidential real property leases, and abandonment of assets, and to avoid filing multiple, individual motions, the Debtors seek authority to implement the Rejection Procedures. I believe that the Rejection Procedures are the most efficient and economical way for the Debtors to address future rejections of the Leases and abandonment of assets located at such leased premises.

- (xii) Omnibus Motion of Debtors to Reject Certain Unexpired Leases and Related Subleases of Nonresidential Real Property and Abandonment of Property in Connection Therewith (the “**Omnibus Lease Rejection Motion**”)

102. By the Omnibus Lease Rejection Motion, the Debtors seek reject 217 unexpired leases and related subleases (each, a “**Lease**” or “**Sublease**” and, collectively, the “**Leases**”) and to abandon certain property in connection therewith, effective as of the date the Debtors have surrendered the premises to the landlord via the delivery of the keys, key codes, and alarm codes to the premises, as applicable, to the applicable lease counterparty, or, if not delivering such keys or codes, providing notice that the landlord may re-let the premises (the “**Rejection Date**”).

103. In the months leading up to the Commencement Date, the Debtors, together with their advisors, conducted an extensive review of all of their nonresidential real property leases. As a result of that initiative, the Debtors have identified the Leases, which are burdensome to the Debtors, nearly all of which are for “dark store” locations where the Debtors have already ceased ongoing operations. As such, the Leases are an unnecessary burden on the Debtors’ estates. In addition, the Debtors have determined that there are no current opportunities to assume and assign the Leases and that no meaningful value would be realized by the Debtors by any such assumption or assignment. Accordingly, the Leases should be

rejected. In almost all instances, the Debtors have already physically vacated the properties and, as of the Commencement Date, have sent the keys and/or codes to the premises and a notice of surrender to the landlords.

- (xiii) Application of Debtors Pursuant to 11 U.S.C. § 105 (a), 28 U.S.C § 156(c), and Local Rule 5075-1 for an Order Appointing Prime Clerk LLC as Claims and Noticing Agent for the Debtors (the “**Claims and Noticing Agent Retention Application**”)

104. The Debtors request authority to appoint Prime Clerk, LLC (“**Prime Clerk**”) as claims and noticing agent (“**Claims and Noticing Agent**”) in accordance with the terms and conditions of that certain Standard Services Agreement dated October 7, 2018, by and between the Company and Prime Clerk (the “**Engagement Agreement**”), effective *nunc pro tunc* to the Commencement Date. Prime Clerk’s duties will include assuming full responsibility for the distribution of notices and the maintenance, processing, and docketing of proofs of claim filed in these Chapter 11 Cases. I believe the Debtors’ selection of Prime Clerk to serve as their Claims and Noticing Agent has satisfied the Court’s Protocol for the Employment of Claims and Noticing Agents Under 28 U.S.C. § 156(c). Specifically, the Debtors have solicited and reviewed engagement proposals from at least two other Court-approved claims and noticing agents to ensure selection through a competitive process.

105. I believe that Prime Clerk’s rates are competitive and reasonable given Prime Clerk’s quality of services and expertise. The terms of Prime Clerk’s retention are set forth in the Engagement Agreement attached to, and filed contemporaneously therewith, the Claims and Noticing Agent Retention Application. Appointing Prime Clerk as their Claims and Noticing Agent will maximize the efficiency of the distribution of notices and the processing of claims, as well as relieve the Office of the Clerk of the Bankruptcy Court of the administrative burden of processing an overwhelming number of claims.

VII.
Information Required by Local Rule 1007-2

106. In accordance with Local Rule 1007-2, the schedules attached hereto provide certain information related to the Debtors.

107. Pursuant to Local Rule 1007-2(a)(3), **Schedule 1** hereto lists the names and addresses of the members of, and attorneys for, any committee organized prior to the Commencement Date and a brief description of the circumstances surrounding the formation of the committee and the date of its formation.

108. Pursuant to Local Rule 1007-2(a)(4), **Schedule 2** hereto lists the holders of the Debtors' forty (40) largest unsecured claims on a consolidated basis, excluding claims of insiders.

109. Pursuant to Local Rule 1007-2(a)(5), **Schedule 3** hereto lists the holders of the four (4) largest secured claims against the Debtors on a consolidated basis.

110. Pursuant to Local Rule 1007-2(a)(6), **Schedule 4** hereto provides a summary of the (unaudited) consolidated assets and liabilities for the Debtors and their non-Debtor affiliates.

111. Pursuant to Local Rule 1007-2(a)(7), **Schedule 5** hereto provides the following information: the number and classes of shares of stock, debentures, and other securities of the Debtors that are publicly held and the number of record holders thereof; and the number and classes of shares of stock, debentures, and other securities of the Debtors that are held by the Debtors' directors and officers, and the amounts so held.

112. Pursuant to Local Rule 1007-2(a)(8), **Schedule 6** hereto provides a list of all of the Debtors' property in the possession or custody of any custodian, public officer, mortgagee, pledgee, assignee of rents, secured creditor, or agent for any such entity, giving the

name, address, and telephone number of each such entity and the location of the court in which any proceeding relating thereto is pending.

113. Pursuant to Local Rule 1007-2(a)(9), **Schedule 7** hereto provides a list of the premises owned, leased, or held under other arrangement from which the Debtors operate their businesses.

114. Pursuant to Local Rule 1007-2(a)(10), **Schedule 8** hereto provides the location of the Debtors' substantial assets, the location of their books and records, and the nature, location, and value of any assets held by the Debtors outside the territorial limits of the United States.

115. Pursuant to Local Rule 1007-2(a)(11), **Schedule 9** hereto provides a list of the nature and present status of each action or proceeding, pending or threatened, against the Debtors or their property where a judgment against the Debtors or a seizure of their property may be imminent.

116. Pursuant to Local Rule 1007-2(a)(12), **Schedule 10** hereto provides a list of the names of the individuals who comprise the Debtors' existing senior management, their tenure with the Debtors, and a brief summary of their relevant responsibilities and experience.

117. Pursuant to Local Rule 1007-2(b)(1)-(2)(A), **Schedule 11** hereto provides the estimated amount of weekly payroll to the Debtors' employees (not including officers, directors, stockholders, and partners) and the estimated amount to be paid to officers, stockholders, directors, members of any partnerships, and financial and business consultants retained by the Debtors for the thirty (30) day period following the filing of the Debtors' Chapter 11 Cases as the Debtors intend to continue to operate their businesses.

118. Pursuant to Local Rule 1007-2(b)(3), **Schedule 12** hereto provides, for the thirty (30) day period following the filing of the Chapter 11 Cases, a list of estimated cash receipts and disbursements, net cash gain or loss, obligations, and receivables expected to accrue that remain unpaid, other than professional fees.

Conclusion

119. This declaration illustrates the factors that have precipitated the commencement of these Chapter 11 Cases and the Debtors' critical need of the protections and tools provided to debtors under chapter 11.

I declare under penalty of perjury that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct.

Executed this 15th day of October, 2018

/s/ Robert A. Riecker
Robert A. Riecker
Chief Financial Officer
Sears Holdings Corporation and
its Affiliated Debtors

Exhibit A

Capital and Corporate Organization Structure Chart



1L Credit Agreement	Outstanding	ESL %	Collateral
1L RCF	\$836.0mm	-	· credit card receivables · pharmacy assets · inventory · cash
RCF Letters of Credit	\$123.8mm	-	
2013 1L Term Loan ("A")	\$0mm	-	
2016 1L Term Loan ("B")	\$570.8mm	-	
FILO Term Loan	\$125.0mm	56%	
TOTAL	\$1,656mm	4%	

Standalone L/C	Outstanding	ESL %	Collateral
1.5L L/C Facility	\$271.1mm	39%	substantially same as 1L

2L Credit Agreement	Outstanding	ESL %	Collateral
2L PIK Term Loan	\$317.1mm	99%	substantially same as 1L; no pharmacy assets or cash
2L Line of Credit Loans	\$570.0mm	89%	
TOTAL	\$887.1mm	92%	

2L Notes	Outstanding	ESL %	Collateral
6.625% 2L PIK Toggle Notes	\$175.4mm	12%	substantially same as 1L; no pharmacy assets or cash
6.625% 2L Notes	\$89.0mm	-	
TOTAL	\$264.4mm	8%	

Real Estate Loan	Outstanding	ESL %	Collateral
Note A (Cascade)	\$108.1mm	100%	88 properties
Note B (JPP)	\$729.3mm		
TOTAL	\$831.4mm	87%	

Sparrow (former REMIC)	Outstanding	ESL %	Collateral
2018 Term Loan (UBS)	\$111.0mm	-	138 properties

Sparrow Mezzanine	Outstanding	ESL %	Collateral
Mezzanine Term Loan	\$513.2mm	100%	equity of SRC O.P. LLC

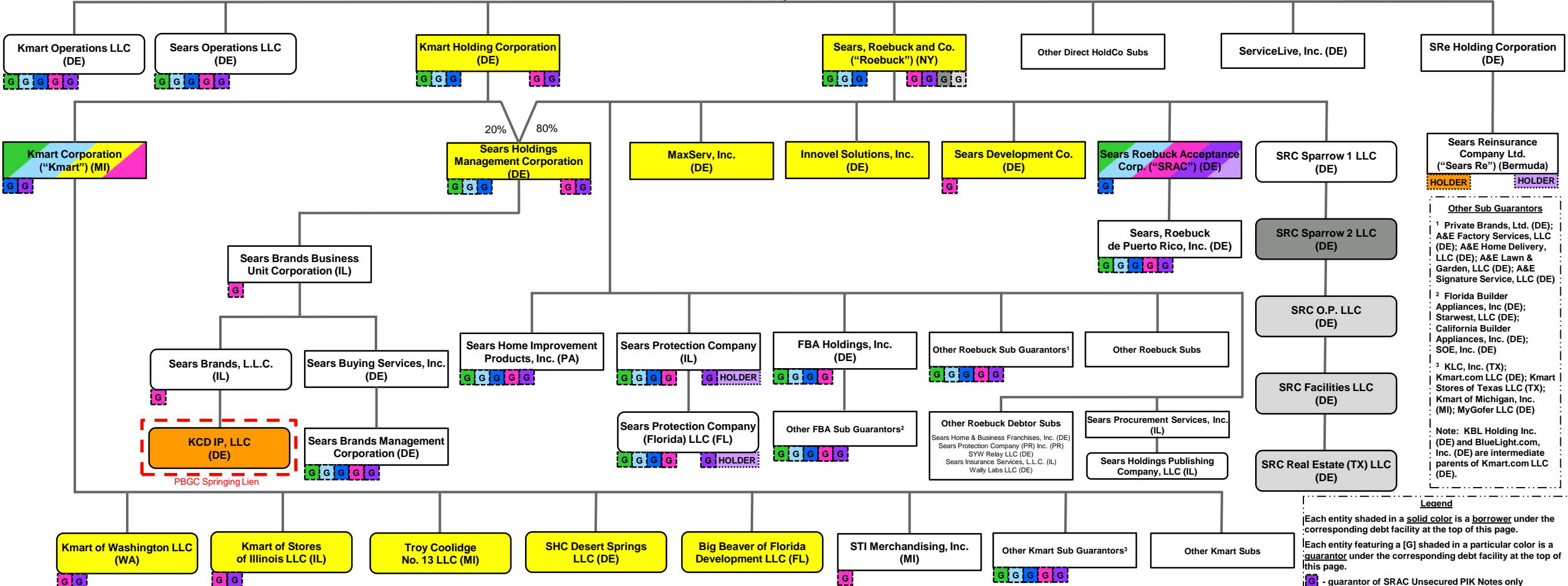
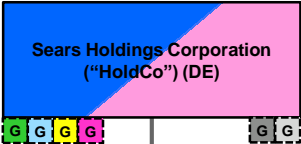
IP / Ground Lease	Outstanding	ESL %	Collateral
IP / Ground Lease Term Loan	\$231.2mm	66%	non-KCD IP; ground leases

Unsecured Notes	Outstanding	ESL %	Collateral
8.00% PIK Toggle Notes	\$222.6mm	88%	[unsecured]
8.00% Notes	\$411.0mm	-	
TOTAL	\$633.6mm	31%	

SRAC Notes	Outstanding	ESL %	Collateral
SRAC Unsecured PIK Notes	\$107.9mm	-	[unsecured]
SRAC Unsecured Notes	\$185.6mm	-	
TOTAL	\$293.5mm	-	

SRAC Intercompany Notes	Outstanding	ESL %	Collateral
SRAC Medium Term Notes	\$2,312mm	-	[unsecured]

KCD Notes	Outstanding	ESL %	Collateral
KCD Asset-Backed Notes	\$900mm	-	IP (<i>Kenmore®</i> , <i>DieHard®</i>)



Schedule 1

Committees

Pursuant to Local Rule 1007-2(a)(3), to the best of the Debtors' knowledge and belief, no committee has been organized prior to the Commencement Date.

Schedule 2

Consolidated List of 20 Largest Unsecured Claims (Excluding Insiders)¹

Pursuant to Local Rule 1007-2(a)(4), the following is a list of creditors holding, as of October 13, 2018, the twenty (20) largest, unsecured claims against the Debtors, on a consolidated basis, excluding claims of insiders as defined in 11 U.S.C. § 101.

No.	Creditor	Complete mailing address, telephone number, and name of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim	Amount of claim	Contingent, Unliquidated, Disputed, or Partially Secured
1.	THE PENSION BENEFIT GUARANTY CORPORATION (PUBGC)	Office of the Chief Counsel Attn: Chief Counsel 1200 K Street, N.W., Suite 300, Washington DC 20005 Telephone: (202) 326-4110	Pension Benefits	Unknown	Unliquidated
2.	SRAC MEDIUM TERM NOTES	BNY Midwest Trust Company Attn: The Bank of New York 101 Barclay St., Floor 8W New York, New York 10286 Telephone: (312) 294-5200 Facsimile: (781) 575-4210	Unsecured Notes	\$3,211,800,00	
3.	HOLDINGS UNSECURED NOTES (8.00%)	ComputerShare Trust Company, N.A. 250 Royal Street Canton, MA 02021 Telephone: (781) 575-4210 Facsimile: (781) 575-4210	Unsecured Notes	\$411,000,000	

¹ The information herein shall not constitute an admission of liability by, nor is it binding on, the Debtors. All claims are subject to customary offsets, rebates, discounts, reconciliations, credits, and adjustments, which are not reflected on this Schedule.

No.	Creditor	Complete mailing address, telephone number, and name of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim	Amount of claim	Contingent, Unliquidated, Disputed, or Partially Secured
4.	HOLDINGS UNSECURED PIK NOTES (8.00%)	ComputerShare Trust Company, N.A. 250 Royal Street Canton, MA 02021 Telephone: (781) 575-4210	Unsecured Notes	\$222,600,000	
5.	SRAC UNSECURED NOTES	The Chase Manhattan Bank, N.A. Attn: Corporate Trust 4 Chase MetroTech Center, 3d Fl. Brooklyn, NY 11245 Telephone: (718) 242-0609	Unsecured Notes	\$185,600,000	
6.	SRAC UNSECURED PIK NOTES	BNY Midwest Trust Company Attn: The Bank of New York 101 Barclay St., Floor 8W New York, NY Telephone: (312) 294-5200	Unsecured Notes	\$107,900,000	
7.	WHIRLPOOL CORPORATION	Attn: President or General Counsel 2000 North M-63 Benton Harbor, MI 49022 Telephone: (269) 923-5000 Facsimile: (269) 923-3722	Trade Debt	\$23,409,729	
8.	FRIGIDAIRE COMPANY	Electrolux Attn: President or General Counsel 703 Waterford Way, Suite 300 Carol Stream, IL 60132 Telephone: (786) 388 6400	Trade Debt	\$18,617,186	
9.	WINIA DAEWOO ELECTRONICS AMERICA	Attn: President or General Counsel 65 Challenger Road, Suite 360 Ridgefield Park, NJ 07660 Telephone: (877) 393-7823	Trade Debt	\$15,180,156	

No.	Creditor	Complete mailing address, telephone number, and name of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim	Amount of claim	Contingent, Unliquidated, Disputed, or Partially Secured
10.	CARDINAL HEALTH	Attn: President or General Counsel 7000 Cardinal Place Dublin, OH 43017 Telephone: (614) 757-5000	Trade Debt	\$13,877,913	
11.	ICON HEALTH AND FITNESS INC.	Attn: President or General Counsel P.O. Box 99661 1500 South 1000 West Chicago, IL 60690 Telephone: (877) 993-7999 Facsimile: (435) 750-5328	Trade Debt	\$12,102,200	
12.	HK GREATSTAR INT'L CO. LTD.	Attn: President or General Counsel Rm 35, 4/F., Po Yip Building 23 Hing Yip Street, Kwun Tong Kowloon, Hong Kong Telephone: 852 2110 4002 Facsimile: 852 3585 6687	Trade Debt	\$10,354,683	
13.	SAMSUNG ELECTRONICS AMERICA HA	Attn: President or General Counsel 85 Challenger Road, 7th Floor Ridgefield Park, NJ 07660 Telephone: (201) 229-4000 Facsimile: (201) 229-4029	Trade Debt	\$8,054,247	
14.	APEX TOOL INTERNATIONAL LLC	Attn: President or General Counsel 910 Ridgebrook Road, Suite 200 Sparks, MD 21152 Telephone: (410) 773-7800 Facsimile: (800) 234-0472	Trade Debt	\$6,605,582	

No.	Creditor	Complete mailing address, telephone number, and name of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim	Amount of claim	Contingent, Unliquidated, Disputed, or Partially Secured
15.	BLACK & DECKER US INC.	Stanley Black & Decker Attn: President or General Counsel 701 East Joppa Road Baltimore, MD 21286 Telephone: (410) 716 3900 Facsimile: (410) 716 7966	Trade Debt	\$5,893,734	
16.	EASTERN PRIME TEXTILE LIMITED	Attn: President or General Counsel Unit F10/F, King Win FTY Building No. 65-67 King Yip Street Kwun Tong, Kowloon, Hong Kong Telephone: 852 2191 8293 Facsimile: 852 2793 9353	Trade Debt	\$5,761,992	
17.	WINNERS INDUSTRY COMPANY LIMITED	Attn: President or General Counsel Unit A, Wah Lung Building 49-53 Wang Lung Street Tsuen Wan, New Territories, Hong Kong Telephone: 86 769 8321 3199 Facsimile: 86 769 83213177	Trade Debt	\$5,359,201	
18.	TATA CONSULTANCY SERVICES LTD.	Attn: President or General Counsel 379 Thornal Street, 4th Floor Edison, NJ 08837 Telephone: 91 (226) 778-9595 Facsimile: 91 (226) 778-9660	Trade Debt	\$5,333,545	
19.	ACTIVE MEDIA SERVICES INC.	Attn: President or General Counsel 1 Blue Hill Plaza Pearl River, NY 10965 Telephone: (845) 735-1700 Facsimile: (845) 735-0717	Trade Debt	\$5,192,874	

No.	Creditor	Complete mailing address, telephone number, and name of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim	Amount of claim	Contingent, Unliquidated, Disputed, or Partially Secured
20.	AUTOMOTIVE RENTALS INC.	Attn: President or General Counsel P.O Box 4375 4001 Laedenhall Road Philadelphia, PA 19178 Telephone: (856) 778-1500 Facsimile: (856) 231) 9106	Trade Debt	\$4,830,313	

Schedule 3

Consolidated List of Holders of Five Largest Secured Claims

Pursuant to Local Rule 1007-2(a)(5), to the best of the Debtors' knowledge, belief, and understanding, the following chart lists the holders, as of the Commencement Date, of the five (5) largest secured, non-contingent claims against the Debtors, on a consolidated basis.

No.	Holder	Mailing Address	Amount of Claim	Type of Collateral	Estimated Value of Collateral
1.	First Lien Revolving Credit Agreement (Bank of America, N.A. and Wells Fargo Bank, National Association)	Bank of America, N.A. Attn: General Counsel 100 North Tryon Street, Charlotte, NC 28255 Wells Fargo, National Association Attn: General Counsel 420 Montgomery Street, San Francisco, CA 94104	\$836,000,000	Credit Card Receivables, Pharmacy Receivables, Inventory, Prescription Lists, Deposit Accounts, and Cash	Unknown
2.	Consolidated Secured Note B (held by JPP, LLC and JPP, II L.L.C.)	C/O ESL Investments, Inc. Attn: Edward S. Lampert, CEO 1170 Kane Concourse, Suite 200 Bay Harbor Islands, FL 33154	\$723,300,000	Real Estate	Unknown

No.	Holder	Mailing Address	Amount of Claim	Type of Collateral	Estimated Value of Collateral
3.	2016 First Lien Term Loan ("B") (Bank of America, N.A. and Wells Fargo Bank, National Association)	Bank of America, N.A. Attn: General Counsel 100 North Tryon Street, Charlotte, NC 28255 Wells Fargo, National Association Attn: General Counsel 420 Montgomery Street, San Francisco, CA 94104	\$570,800,000	Credit Card Receivables, Pharmacy Receivables, Inventory, Prescription Lists, Deposit Accounts, and Cash	Unknown
4.	Second Lien Line of Credit Loans (JPP, LLC as administrative agent)	C/O ESL Investments, Inc. Attn: Edward S. Lampert, CEO 1170 Kane Concourse, Suite 200 Bay Harbor Islands, FL 33154	\$570,000,000	Credit Card Receivables and Inventory	Unknown
5.	Second Lien PIK Term Loan (6 5/8% Senior Secured Convertible PIK Toggle Notes Due 2019)	Computershare Trust Company N.A. P.O. Box 43078 Providence, RI 02940	\$317,100,000	Credit Card Receivables and Inventory	Unknown

Schedule 4

Sears Holding Company - Condensed Consolidated Balance Sheet (Unaudited) As of August 4, 2018

<i>millions</i>	August 4, 2018	July 29, 2017	February 3, 2018
ASSETS			
Current assets			
Cash and cash equivalents	\$ 193	\$ 212	\$ 182
Restricted cash	248	230	154
Accounts receivable ⁽¹⁾	327	370	343
Merchandise inventories	2,714	3,433	2,798
Prepaid expenses and other current assets ⁽²⁾	386	334	346
Total current assets	3,868	4,579	3,823
Property and equipment (net of accumulated depreciation and amortization of \$2,276, \$2,676 and \$2,381)	1,444	1,969	1,729
Goodwill	269	269	269
Trade names and other intangible assets	1,090	1,249	1,168
Other assets	266	301	284
TOTAL ASSETS	\$ 6,937	\$ 8,367	\$ 7,273
LIABILITIES			
Current liabilities			
Short-term borrowings ⁽³⁾	\$ 1,254	\$ 546	\$ 915
Current portion of long-term debt and capitalized lease obligations ⁽⁴⁾	196	1,052	968
Merchandise payables	487	670	576
Other current liabilities ⁽⁵⁾	1,474	1,700	1,575
Unearned revenues	652	704	641
Other taxes	214	302	247
Total current liabilities	4,277	4,974	4,922
Long-term debt and capitalized lease obligations ⁽⁶⁾	3,504	2,405	2,249
Pension and postretirement benefits	1,164	1,731	1,619
Deferred gain on sale-leaseback	305	455	362
Sale-leaseback financing obligation	347	230	247
Unearned revenues	853	593	539
Other long-term liabilities	770	992	935
Long-term deferred tax liabilities	119	643	126
Total Liabilities	11,339	12,023	10,999
Commitments and contingencies			
DEFICIT			
Total Deficit	(4,402)	(3,656)	(3,726)
TOTAL LIABILITIES AND DEFICIT	\$ 6,937	\$ 8,367	\$ 7,273

- (1) Includes \$22 million, \$25 million and \$28 million of net amounts receivable from SHG, and \$1 million, \$4 million and \$1 million of amounts receivable from Seritage at August 4, 2018, July 29, 2017 and February 3, 2018, respectively. Also includes \$1 million of net amounts receivable from Lands' End at July 29, 2017 and February 3, 2018.
- (2) Includes \$6 million prepaid rent to Seritage at both August 4, 2018 and February 3, 2018.
- (3) Includes balances held by related parties of \$525 million, \$245 million and \$645 million at August 4, 2018, July 29, 2017 and February 3, 2018, respectively, related to our Line of Credit Loans for all periods presented and also our Incremental Loans at February 3, 2018. See Note 2 for defined terms and Notes 2 and 11 for further information.
- (4) Includes balances held by related parties of \$131 million and \$146 million at July 29, 2017 and February 3, 2018, respectively, related to our 2016 Secured Loan Facility for both periods and also our Old Senior Secured Notes at February 3, 2018. See Note 2 for defined terms and Notes 2 and 11 for further information.
- (5) Includes \$9 million and \$24 million of amounts payable to Seritage at August 4, 2018 and July 29, 2017, respectively.
- (6) Includes balances held by related parties of \$2.3 billion, \$1.6 billion and \$1.5 billion at August 4, 2018, July 29, 2017 and February 3, 2018, respectively, related to our Subsidiary Notes, Old Senior Unsecured Notes, Second Lien Term Loans, and 2016 Term Loan for all periods presented, our Consolidated Secured Loan Facility, FILO Loan, Mezzanine Loans, Additional Mezzanine Loans, New Senior Secured Notes and New Senior Unsecured Notes at August 4, 2018, our Term Loan Facility at August 4, 2018 and February 3, 2018, our 2017 Secured Loan Facility at July 29, 2017 and February 3, 2018, and our Old Senior Secured Notes at July 29, 2017. See Note 2 for defined terms and Notes 2 and Note 11 for further information.

General Note: The Consolidated Balance Sheet is unaudited, subject to change and includes certain items that remain under review by the Company and may be accounted for differently in future reports.

Schedule 5

Publicly Held Securities

Pursuant to Local Rule 1007-2(a)(7), the following lists the number and classes of shares of stock, debentures, and other securities of the Debtors that are publicly held (“**Securities**”) and the number of holders thereof. The Securities held by the Debtors’ directors and officers are listed separately.

Public Securities of Debtors

Type of Security	Approximate Number	Approximate Number of Record Holders	As of
Common Stock of Sears Holding Corporation	108,992,750 shares	9,502	September 7, 2018

Public Securities Held by the Debtors’ Non-Employee Directors¹

Name of Non-Employee Director	Entity	Approximate Number	As of
Thomas J. Tisch	Sears Holdings Corporation	3,407,614 shares of Common Stock 469,599 warrants exercisable for shares in Common Stock	March 14, 2018
William C. Kunkler	Sears Holdings Corporation	30,383 shares of Common Stock 5,103 warrants exercisable for shares in Common Stock	March 14 2018
Ann N. Reese	Sears Holdings Corporation	12,285 shares of Common Stock 2,059 warrants exercisable for shares in Common Stock	March 14 2018

¹ The following information has been provided with respect to Debtor Sears Holding Corporation. Certain officers or directors may, directly or indirectly, also hold securities of other debtor affiliates as well.

Paul DePodesta	Sears Holdings Corporation	3,104 shares of Common Stock 545 warrants exercisable for shares in Common Stock	March 14 2018
Kunal Kamlani	Sears Holdings Corporation	500 shares of Common Stock	May 9, 2018

Public Securities Held by the Debtors' Executive Officers and Employee Directors

Name of Executive Officer/ Employee Director²	Approximate Number³	As of
Edward Lampart	53,867,874 shares of Common Stock 10,033,472 warrants exercisable for shares in Common Stock	October 5, 2018
Leena Munjal	6,220 shares of Common Stock	March 14 2018
Robert J. Naedele	3,494 shares of Common Stock	March 14 2018
Perry (Dean) Schwartz	1,974 shares of Common Stock	March 14 2018
Stephen L. Sitley	1,093 shares of Common Stock	September 28, 2018
Michael V. Morrie	710 shares of Common Stock	October 10, 2018
Terrence E. Rolecek	653 shares of Common Stock	October 10, 2018
Laurence M. Jenchel	616 shares of Common Stock	October 10, 2018
Frank M. Kruszewski	452 shares of Common Stock	September 28, 2018
John L. Lorenz	325 shares of Common Stock	October 10, 2018
David A. Shellenberger	244 shares of Common Stock	October 10, 2018
Jane Borden	212 shares of Common Stock	September 28, 2018
Robert A. Riecker	195 shares of Common Stock	September 28, 2018

² Total shares includes indirect holdings.

³ Where an Executive Officer or Employee Director owns a fraction of a share, such fraction shall be rounded down to the nearest whole number.

David L. Acquaviva	156 shares of Common Stock	October 10, 2018
Alfred Smith	153 shares of Common Stock	October 10, 2018
Laura A. Novak	125 shares of Common Stock	October 10, 2018
Howard Raphael	123 shares of Common Stock	October 10, 2018
Justin S. Kurt	114 shares of Common Stock	October 10, 2018
Tyrone L. Schiele	103 shares of Common Stock	October 10, 2018
Michael J. Brotnow	71 shares of Common Stock	October 10, 2018
Anne M. Hand	47 shares of Common Stock	October 10, 2018
Paul Paluch	28 shares of Common Stock	October 10, 2018
Carol R. Ricchio	24 shares of Common Stock	October 10, 2018
Charles Smith	21 shares of Common Stock	September 28, 2018
Donald C. Munn	19 shares of Common Stock	October 10, 2018
Robert F. Baker	10 shares of Common Stock	October 10, 2018
Robert Gerlach	3 shares of Common Stock	October 10, 2018
Lori K. Miller	1 share of Common Stock	September 28, 2018

Schedule 6

Debtors' Property Not in the Debtors' Possession

Local Rule 1007-2(a)(8) requires the Debtors to list property that is in the possession or custody of any custodian, public officer, mortgagee, pledgee, assignee of rents, secured creditor, or agent for any such entity.

In the ordinary course of business, on any given day, property of the Debtors (including merchandise, inventory, security deposits or other collateral with counterparties to certain commercial relationships) is likely to be in the possession of various third parties, including, vendors, shippers, common carriers, materialmen, distributors, warehousemen, fulfillment houses, service providers, custodians, public officers or agents, where the Debtors' ownership interest is not affected. Because of the constant movement of this property, providing a comprehensive list of the persons or entities in possession of the property, their addresses and telephone numbers, and the location of any court proceeding affecting the property would be impractical.

Schedule 7

Pursuant to Local Rule 1007-2(a)(9), the following lists the property or premises owned, leased, or held under other arrangement¹ from which the Debtors operate their businesses.

Debtor	Street Address	City	State	Zip Code	Country
California Builders Appliances, Inc	310 Carolina Street	San Francisco	CA	94103	United States
California Builders Appliances, Inc	52 Winchester Blvd; Suite A	Santa Clara	CA	95050	United States
Fba Holdings, Inc.	9025 S Kyrene Rd (Suites 101-105)	Tempe	AZ	85284	United States
Fba Holdings, Inc.	9025 S Kyrene Rd	Tempe - Showroom	AZ	85284	United States
Fba Holdings, Inc.	11340 White Rock Road	Rancho Cordova	CA	95742	United States
Fba Holdings, Inc.	6085 State Farm Drive	Rohnert Park	CA	94928	United States
Fba Holdings, Inc.	530 W Francisco Blvd	San Rafael - Mcphails Showroom	CA	94901	United States
Fba Holdings, Inc.	3139 N Andrews Ave	Pompano Beach	FL	33064	United States
Fba Holdings, Inc.	7370 S Dean Martin Drive Suite 401	Las Vegas - Showroom	NV	89139	United States
Fba Holdings, Inc.	7525 Colbert Dr Ste 108	Reno - Mcphails Showroom	NV	89511	United States
Fba Holdings, Inc.	30803 Santana Street	Hayward	CA	94544	United States
Florida Builder Appliances, Inc., D/B/A Monark	27180 Bay Landing Dr	Bonita Springs Showroom	FL	34135	United States
Florida Builder Appliances, Inc., D/B/A Monark	6300 S Dixie Hwy	Miami - Showroom	FL	33143	United States
Florida Builder Appliances, Inc., D/B/A Monark	5670 Fruitville Rd	Sarasota	FL	34232	United States
Florida Builder Appliances, Inc., D/B/A Monark	400 Northpoint Pkwy Ste403	West Palm Bch - Showroom	FL	33407	United States
Florida Builder Appliances, Inc., D/B/A Monark	500 S. Park Avenue	Winter Park	FL	32789	United States
Innovel Solutions, Inc.	5921 Midway Park Blvd Ne	Albuquerque	NM	87109	United States

¹ Any classification of the contractual agreements listed herein as real property leases or property held by other arrangements is not binding upon the Debtors. The following list is based on the Debtors' good faith and best efforts as of the Commencement Date. To the extent the Debtors inadvertently included or failed to include a property on this schedule, the Debtors reserve the right to amend the schedule accordingly.

Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	262 Oxmoor Court	Birmingham	AL	35209	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1900 W 65th St-Ste 10	Little Rock	AR	72209	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	844 N 44th Ave Ste 2	Phoenix	AZ	85043	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	521 Stone Rd	Benicia	CA	94510	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	3688 E. Central Avenue	Fresno	CA	93725	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1021 Cadillac Ct	Milpitas	CA	95035	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	3355 Dulles Drive	Mira Loma	CA	91752	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	5691 E Philadelphia; Ste 100	Ontario	CA	91761	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1200 Blumenfeld Dr	Sacramento	CA	95815	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	960 Sherman St	San Diego	CA	92110	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	500 W Warner Ave #28	Santa Ana	CA	92707	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	2115 Sinclair Avenue	Stockton	CA	95215	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	14090 Balboa Blvd	Sylmar	CA	91342	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	18875 Bromley Lane	Brighton	CO	80601	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	65 Holmes Rd	Newington	CT	06111	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	All South Delivery	Ft Pierce	FL	34982	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1 Imeson Park Blvd	Jacksonville	FL	32218	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	2969 Faye Road	Jacksonville	FL	32226	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	5041 W Silver Springs Blvd	Ocala	FL	34482	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	900 International Parkway	Sunrise	FL	33325	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	8640 Elm Fair Blvd	Tampa	FL	33610	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	3825 Forsyth Rd	Winter Park	FL	32792	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	580 Raco Parkway	Pendergrass	GA	30567	United States

Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	3 Patton Rd; Ste 150 Bldg G	Savannah	GA	31405	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	2301 Mt Industrial Blvd	Tucker	GA	30084	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	98-600 Kamehameha Hwy	Pearl City	HI	96782	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	3 Quest Dirve Units 301-302	Bloomington	IL	61705	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	117 Industrial Dr	Granite City	IL	62040	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1600 N Boudreau Rd	Manteno	IL	60950	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	8374 N 4000 East Rd	Manteno	IL	60950	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	2065 George St	Melrose Park	IL	60160	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1835 Ferry Rd	Naperville	IL	60563	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1701 W Normantown Road	Romeoville	IL	60446	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1801 W. Normantown Road	Romeoville	IL	60446	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	5160 W 81st St - West Dock	Indianapolis	IN	46268	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	2940 S Minneapolis Ave	Wichita	KS	67216	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	3509 Bashford Ave	Louisville	KY	40218	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	810 Hwy 30 West; Suite F	Gonzales	LA	70737	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	624 Elmwood Pkwy	Harahan	LA	70123	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	349 University Ave	Westwood	MA	02090	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	8700 Robert Fulton Drive	Columbia	MD	21046	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	12001 Sears Ave	Livonia	MI	48150	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	3202 W. Sawyer Drive	Saginaw	MI	48601	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1172 147th Street	Wayland	MI	49348	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	2700 Winter St Ne	Minneapolis	MN	55413	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	761 Nw Parkway	Riverside	MO	64150	United States

Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	10425 Ridgewood Dr	Olive Branch	MS	38654	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	4800 A Sirius Ln	Charlotte	NC	28208	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	651a Brigham Rd	Greensboro	NC	27409	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	266 Route 125	Kingston	NH	03848	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	151 Maywood Ave	Maywood	NJ	07607	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1000 New County Road	Secaucus	NJ	07094	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	279 Broadway	Menands	NY	12204	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	100 Mushroom Blvd	Rochester	NY	14623	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	225 Robbins Lane	Syosset	NY	11791	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	4620 Hickley Industrial Pkwy	Cleveland	OH	44109	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1621 Georgesville Rd	Columbus	OH	43228	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	5330 Crosswind Dr; Ste A	Columbus	OH	43228	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	4425 Salzman Road	Monroe	OH	45044	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	4725 Pacific Ave	Eugene	OR	97402	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	15427 Ne Airport Way	Portland	OR	97230	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1820 Race Street	Allentown	PA	18109	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	100 First Avenue	Gouldsboro	PA	18424	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	400 First Avenue	Gouldsboro	PA	18424	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	2040 N Union St	Middletown	PA	17057	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	27 51st St	Pittsburgh	PA	15201	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1235 S Harrisburg St	Steelton	PA	17111	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	115 Haywood Rd	Greenville	SC	29607	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	3831 Commercial Cneter Rd	Ladson	SC	29456	United States

Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	114 Sherlake Rd	Knoxville	TN	37922	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	3952 Willow Lake Blvd; Bldg 5	Memphis	TN	38118	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1600 Roe St	Dallas	TX	75215	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	39b Concord	El Paso	TX	79906	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	615 Westport Pkwy; Ste 200	Grapevine	TX	76051	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	5901 Griggs Rd	Houston	TX	77023	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	828 New Meister Lane, Suite 100	Pflugersville	TX	78660	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	1331 N Pine St	San Antonio	TX	78202	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	713 Fenway Ave; Ste D	Chesapeake	VA	23323	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	45065 Old Ox Rd	Dulles	VA	20166	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	4100 Tomlyn St	Richmond	VA	23230	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	2302 West Valley Highway	Auburn	WA	98001	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	21612 88th Ave South	Kent	WA	98301	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	7650 S 228th St	Kent	WA	98032	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	10424 W Aero Rd	Spokane	WA	99224	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	N 168 Apoltolic Rd	Vandenbroek	WI	54130	United States
Innovel Solutions, Inc., F/K/A Sears Logistics Services, Inc.	4320 N. 124th Street	Wauwatosa	WI	53222	United States
Kmart Corporation	7200 Us Highway 431	Albertville	AL	35950	United States
Kmart Corporation	5980 Chalkville Mountain	Birmingham	AL	35235	United States
Kmart Corporation	1525 Chestnut Bypass	Centre	AL	35960	United States
Kmart Corporation	2185 Reeves Street	Dothan	AL	36303	United States
Kmart Corporation	901 Decatur Highway	Gardendale	AL	35071	United States
Kmart Corporation	230 Green Springs Hwy	Homewood	AL	35209	United States

Kmart Corporation	5451 Halls Mill Rd Ste 14	Mobile	AL	36619	United States
Kmart Corporation	3401 Woodward Ave	Muscle Shoals	AL	35661	United States
Kmart Corporation	803 Martin Street South	Pell City	AL	35128	United States
Kmart Corporation	2003 Us Hwy 280 Bypass	Phenix City	AL	36867	United States
Kmart Corporation	635 Skyland Blvd	Tuscaloosa	AL	35405	United States
Kmart Corporation	2010 South Caraway Road	Jonesboro	AR	72401	United States
Kmart Corporation	10901 Rodney Parham	Little Rock	AR	72212	United States
Kmart Corporation	1870 Mc Cullouch Blvd	Lake Havasu City	AZ	86403	United States
Kmart Corporation	300 West Mariposa Rd	Nogales	AZ	85621	United States
Kmart Corporation	7550 E. Highway #69	Prescott Valley	AZ	86314	United States
Kmart Corporation	2250 S Hwy 95, Ste 256	Riviera	AZ	86442	United States
Kmart Corporation	7055 E Broadway St	Tucson	AZ	85710	United States
Kmart Corporation	2140 E Lincoln Ave	Anaheim	CA	92806	United States
Kmart Corporation	20777 Bear Valley Road	Apple Valley	CA	92308	United States
Kmart Corporation	1570 W Branch St	Arroyo Grande	CA	93420	United States
Kmart Corporation	3980 El Camino Real	Atascadero	CA	93422	United States
Kmart Corporation	2505 Bell Rd	Auburn	CA	95603	United States
Kmart Corporation	3600 Wilson Rd	Bakersfield	CA	93309	United States
Kmart Corporation	1200 N Main St	Bishop	CA	93514	United States
Kmart Corporation	1445 W Hobson	Blythe	CA	92225	United States
Kmart Corporation	1000 San Fernando Road	Burbank	CA	91504	United States
Kmart Corporation	940 Arneill Rd	Camarillo	CA	93010	United States
Kmart Corporation	500 Carson Town Ctr	Carson	CA	90745	United States

Kmart Corporation	2155 Pillsbury Rd	Chico	CA	95926	United States
Kmart Corporation	1075 Shaw Ave	Clovis	CA	93612	United States
Kmart Corporation	25 West Polk Street	Coalinga	CA	93210	United States
Kmart Corporation	5100 Clayton Road	Concord	CA	94521	United States
Kmart Corporation	2200 Harbor Blvd	Costa Mesa	CA	92627	United States
Kmart Corporation	8017 South Atlantic Ave	Cudahy	CA	90201	United States
Kmart Corporation	14011 Palm Drive	Desert Hot Springs	CA	92240	United States
Kmart Corporation	1950 N Imperial Ave	El Centro	CA	92243	United States
Kmart Corporation	4325 Broadway	Eureka	CA	95503	United States
Kmart Corporation	17099 Valley Blvd	Fontana	CA	92335	United States
Kmart Corporation	1702 Freedom Boulevard	Freedom	CA	95019	United States
Kmart Corporation	6865 Hollister Ave	Goleta	CA	93117	United States
Kmart Corporation	111 W Mc Knight Way	Grass Valley	CA	95949	United States
Kmart Corporation	26231 Mission Blvd	Hayward	CA	94544	United States
Kmart Corporation	491 Tres Pinos Road	Hollister	CA	95023	United States
Kmart Corporation	81691 Hwy 111	Indio	CA	92201	United States
Kmart Corporation	333 Sierra	Kingsburg	CA	93631	United States
Kmart Corporation	2019 South Main	Lakeport	CA	95453	United States
Kmart Corporation	215 W Hanford/Armona Rd	Lemoore	CA	93245	United States
Kmart Corporation	2900 Bellflower Blvd	Long Beach	CA	90815	United States
Kmart Corporation	6310 W 3rd Street	Los Angeles	CA	90036	United States
Kmart Corporation	3100 Milliken Ave	Mira Loma	CA	91752	United States
Kmart Corporation	1351 E Hatch Rd	Modesto	CA	95351	United States

Kmart Corporation	13007 Sherman Way	North Hollywood	CA	91605	United States
Kmart Corporation	1555 E F St	Oakdale	CA	98233	United States
Kmart Corporation	175 Maag Avenue	Oakdale	CA	95361	United States
Kmart Corporation	2530 S Euclid Ave	Ontario	CA	91762	United States
Kmart Corporation	5600 East Airport Rd	Ontario	CA	91761	United States
Kmart Corporation	6600 Clark Road	Paradise	CA	95969	United States
Kmart Corporation	261 N Mc Dowell Blvd	Petaluma	CA	94954	United States
Kmart Corporation	1500 Fitzgerald Dr	Pinole	CA	94564	United States
Kmart Corporation	3968-A Missouri Flat Road	Placerville	CA	95667	United States
Kmart Corporation	2685 Hilltop Drive	Redding	CA	96002	United States
Kmart Corporation	1625 W Redlands	Redlands	CA	92373	United States
Kmart Corporation	1155 Veteran's Blvd	Redwood City	CA	94063	United States
Kmart Corporation	375 E Alessandro Blvd	Riverside	CA	92508	United States
Kmart Corporation	7840 Limonite Ave	Riverside	CA	92509	United States
Kmart Corporation	5100 Stockton Blvd	Sacramento	CA	95820	United States
Kmart Corporation	1050 North Davis Road	Salinas	CA	93907	United States
Kmart Corporation	8730 Rio San Diego Dr	San Diego	CA	92108	United States
Kmart Corporation	2875 Santa Maria Way	Santa Maria	CA	93455	United States
Kmart Corporation	3771 Cleveland Ave	Santa Rosa	CA	95403	United States
Kmart Corporation	270 Mt Hermon Rd	Scotts Valley	CA	95066	United States
Kmart Corporation	1056 Emerald Bay Rd	South Lake Tahoe	CA	96150	United States
Kmart Corporation	2180 E Mariposa Rd	Stockton	CA	95205	United States
Kmart Corporation	710 West Tehachapi	Tehachapi	CA	93561	United States

Kmart Corporation	26471 Ynez Road	Temecula	CA	92591	United States
Kmart Corporation	5665 N Rosemead Blvd	Temple City	CA	91780	United States
Kmart Corporation	3247 W Noble Ave	Visalia	CA	93277	United States
Kmart Corporation	730 South Orange	West Covina	CA	91790	United States
Kmart Corporation	850 Gray Ave	Yuba City	CA	95991	United States
Kmart Corporation	15200 E Colfax Ave	Aurora	CO	80011	United States
Kmart Corporation	18875 Bromley Lane	Brighton	CO	80601	United States
Kmart Corporation	3020 N Nevada St	Colorado Springs	CO	80907	United States
Kmart Corporation	363 S Broadway	Denver	CO	80209	United States
Kmart Corporation	200 W Belleview	Englewood	CO	80110	United States
Kmart Corporation	51027 Highway #6	Glenwood Springs	CO	81601	United States
Kmart Corporation	2809 North Ave	Grand Junction	CO	81501	United States
Kmart Corporation	2665 W Eisenhower	Loveland	CO	80537	United States
Kmart Corporation	3415 N Elizabeth St	Pueblo	CO	81008	United States
Kmart Corporation	45 Shunpike Rd	Cromwell	CT	06416	United States
Kmart Corporation	589 Bridgeport Ave	Milford	CT	06460	United States
Kmart Corporation	44 Providence Pike	Putnam	CT	06260	United States
Kmart Corporation	100 Main Street North	Southbury	CT	06488	United States
Kmart Corporation	295 Hartford Turnpike	Vernon	CT	06066	United States
Kmart Corporation	595 Straits Turnpike	Watertown	CT	06795	United States
Kmart Corporation	301 Governor Place	Bear	DE	19701	United States
Kmart Corporation	301 College Square	Newark	DE	19711	United States
Kmart Corporation	3240 Kirkwood Hwy	Wilmington	DE	19808	United States

Kmart Corporation	4700 Limestone Road	Wilmington	DE	19808	United States
Kmart Corporation	1401 W Palmetto Park Rd	Boca Raton	FL	33486	United States
Kmart Corporation	1602 W Brandon Blvd	Brandon	FL	33511	United States
Kmart Corporation	26996 Us Hwy 19 N	Clearwater	FL	33761	United States
Kmart Corporation	1002 East Hwy 50	Clermont	FL	34711	United States
Kmart Corporation	9200 Wiles Road	Coral Springs	FL	33067	United States
Kmart Corporation	1801 Northwest Hwy 19	Crystal River	FL	34428	United States
Kmart Corporation	101 E Interntn'l Speedway	Deland	FL	32724	United States
Kmart Corporation	6126 Highway 301	Ellenton	FL	34222	United States
Kmart Corporation	2111 S Federal Hwy	Fort Pierce	FL	34950	United States
Kmart Corporation	200 Irwin N E	Fort Walton Beach	FL	32548	United States
Kmart Corporation	900 N W 76 Boulevard	Gainesville	FL	32606	United States
Kmart Corporation	3800 Oakwood Blvd	Hollywood	FL	33020	United States
Kmart Corporation	12412 U S 19	Hudson	FL	34667	United States
Kmart Corporation	1501 Normandy Village	Jacksonville	FL	32221	United States
Kmart Corporation	4645 Blanding Blvd	Jacksonville	FL	32210	United States
Kmart Corporation	101399 Overseas Highway	Key Largo	FL	33037	United States
Kmart Corporation	2928 North Roosevelt Blvd	Key West	FL	33040	United States
Kmart Corporation	1201 S Dixie	Lantana	FL	33462	United States
Kmart Corporation	5561 Overseas Hwy	Marathon	FL	33050	United States
Kmart Corporation	601 Atlantis Rd	Melbourne	FL	32904	United States
Kmart Corporation	12350 Sw 8th Street	Miami	FL	33184	United States
Kmart Corporation	14091 S W 88th St	Miami	FL	33186	United States

Kmart Corporation	3825 7th Street North W	Miami	FL	33126	United States
Kmart Corporation	19400 Toledo Blade Road	Murdock(Port Charlotte)	FL	33948	United States
Kmart Corporation	15201 N Cleveland	N Ft Myers	FL	33903	United States
Kmart Corporation	4955 Golden Gate Parkway	Naples	FL	34116	United States
Kmart Corporation	500 Atlantic Blvd	Neptune Beach	FL	32266	United States
Kmart Corporation	5725 U.S. 19	New Port Richey	FL	34652	United States
Kmart Corporation	900 N Miami Beach Blvd	North Miami Beach	FL	33162	United States
Kmart Corporation	655 West 52nd Ave	Ocala	FL	34474	United States
Kmart Corporation	1910 Wells Rd-Orange Pk Mall	Orange Park	FL	32073	United States
Kmart Corporation	111 Town & Country Drive	Palatka	FL	32177	United States
Kmart Corporation	1329 W 15th St	Panama City	FL	32401	United States
Kmart Corporation	4211 Mobile Hwy	Pensacola	FL	32506	United States
Kmart Corporation	1809 Byron Butler Parkway	Perry	FL	32347	United States
Kmart Corporation	3535 Fruitville Road	Sarasota	FL	34232	United States
Kmart Corporation	901 Us 27 North, Ste 100	Sebring	FL	33870	United States
Kmart Corporation	1501 U S 1	Vero Beach	FL	32960	United States
Kmart Corporation	2525 Dawson Rd	Albany	GA	31707	United States
Kmart Corporation	1647 Gordon Hwy	Augusta	GA	30906	United States
Kmart Corporation	122 W C Bryant Parkway	Calhoun	GA	30701	United States
Kmart Corporation	3200 Macon Rd	Columbus	GA	31906	United States
Kmart Corporation	6239 Turner Lake Road	Covington	GA	30014	United States
Kmart Corporation	1308 W Walnut Ave	Dalton	GA	30720	United States
Kmart Corporation	1300 S Madison Ave	Douglas	GA	31533	United States

Kmart Corporation	5265 Old Dixie Rd	Forest Park (Atlanta)	GA	30297	United States
Kmart Corporation	101 Highway #2	Fort Oglethorpe	GA	30742	United States
Kmart Corporation	1601 Highway 40 East	Kingsland	GA	31548	United States
Kmart Corporation	156 Tom Hill Senior Blvd	Macon	GA	31210	United States
Kmart Corporation	400 Crosstown Road	Peachtree City	GA	30269	United States
Kmart Corporation	102 Hicks Drive	Rome	GA	30161	United States
Kmart Corporation	33 W Montgomery Cross Rd	Savannah	GA	31406	United States
Kmart Corporation	144 Virginia Ave South	Tifton	GA	31794	United States
Kmart Corporation	404 N Marine Dr Rte 1	Tamuning	GU	96913	United States
Kmart Corporation	4561 Salt Lake Blvd	Honolulu	HI	96818	United States
Kmart Corporation	424 Dairy Road	Kahului	HI	96732	United States
Kmart Corporation	500 Kamokila Blvd	Kapolei	HI	96707	United States
Kmart Corporation	715 Us Highway 30 West	Carroll	IA	51401	United States
Kmart Corporation	1111 N 2nd	Cherokee	IA	51012	United States
Kmart Corporation	2803 E Kanesville Blvd	Council Bluffs	IA	51503	United States
Kmart Corporation	Plaza 20 - 2600 Dodge St	Dubuque	IA	52003	United States
Kmart Corporation	901 Hollywood Blvd	Iowa City	IA	52240	United States
Kmart Corporation	1720 S Center	Marshalltown	IA	50158	United States
Kmart Corporation	2105 South Frederick	Oelwein	IA	50662	United States
Kmart Corporation	5700 Gordon Drive	Sioux City	IA	51106	United States
Kmart Corporation	3810 University Ave	Waterloo	IA	50701	United States
Kmart Corporation	3101 East 17th Street	Ammon	ID	83406	United States
Kmart Corporation	1815-21st St	Lewiston	ID	83501	United States

Kmart Corporation	2800 American Legion Blvd	Mountain Home	ID	83647	United States
Kmart Corporation	2258 Addison Ave East	Twin Falls	ID	83301	United States
Kmart Corporation	1034 E 63rd	Chicago	IL	60637	United States
Kmart Corporation	3443 W Addison	Chicago	IL	60618	United States
Kmart Corporation	79th/Stoney Island	Chicago	IL	60617	United States
Kmart Corporation	6045 (Or 6007) N Western Ave	Chicago	IL	60659	United States
Kmart Corporation	26 N Vermillion	Danville	IL	61832	United States
Kmart Corporation	333 South Spruce Street	Manteno	IL	60950	United States
Kmart Corporation	400 East Rollins Rd	Round Lake Beach	IL	60073	United States
Kmart Corporation	Rte 43 & Us 6	Tinley Park	IL	60477	United States
Kmart Corporation	975 N Green St	Brownsburg	IN	46112	United States
Kmart Corporation	750 Indian Boundary Road	Chesterton	IN	46304	United States
Kmart Corporation	804 South 13th Street	Decatur	IN	46733	United States
Kmart Corporation	1519 State Road 37 S	Elwood	IN	46036	United States
Kmart Corporation	7530 S Anthony Blvd	Fort Wayne	IN	46816	United States
Kmart Corporation	1015 E Main St	Gas City	IN	46933	United States
Kmart Corporation	430 W Ridge Rd	Griffith	IN	46319	United States
Kmart Corporation	2715 Madison Ave	Indianapolis	IN	46225	United States
Kmart Corporation	6780 W Washington St	Indianapolis	IN	46241	United States
Kmart Corporation	7425 E Washington St	Indianapolis	IN	46219	United States
Kmart Corporation	723 3rd Ave	Jasper	IN	47546	United States
Kmart Corporation	705 North Dixon	Kokomo	IN	46901	United States
Kmart Corporation	3530 State Rd 38 East	Lafayette	IN	47905	United States

Kmart Corporation	420 W Mc Kinley Ave	Mishawaka	IN	46545	United States
Kmart Corporation	11 Sherwood Square	Peru	IN	46970	United States
Kmart Corporation	3150 National Road West	Richmond	IN	47374	United States
Kmart Corporation	4640 S Michigan St	South Bend	IN	46614	United States
Kmart Corporation	3350 U S 30 East	Warsaw	IN	46580	United States
Kmart Corporation	1320 E Thirtieth Ave	Hutchinson	KS	67502	United States
Kmart Corporation	7836 State Ave	Kansas City	KS	66112	United States
Kmart Corporation	2400 Kresge Rd	Lawrence	KS	66049	United States
Kmart Corporation	400 South Broadway	Salina	KS	67401	United States
Kmart Corporation	1740 Sw Wanamaker Road	Topeka	KS	66604	United States
Kmart Corporation	4200 W Kellogg	Wichita	KS	67209	United States
Kmart Corporation	4830 S Broadway	Wichita	KS	67216	United States
Kmart Corporation	2945 Scottsville Road	Bowling Green	KY	42104	United States
Kmart Corporation	997 Cumberland Gap Pkwy	Corbin	KY	40701	United States
Kmart Corporation	1807 North Dixie Avenue	Elizabethtown	KY	42701	United States
Kmart Corporation	3071 Dixie Hwy	Erlanger	KY	41018	United States
Kmart Corporation	1501 Paris Pike	Georgetown	KY	40324	United States
Kmart Corporation	230 L Roger Wells Blvd	Glasgow	KY	42141	United States
Kmart Corporation	600 C W Stevens Blvd	Grayson	KY	41143	United States
Kmart Corporation	2520 Nicholasville Rd	Lexington	KY	40503	United States
Kmart Corporation	191 Outer Loop Rd	Louisville	KY	40214	United States
Kmart Corporation	3911 Taylorsville Rd	Louisville	KY	40220	United States
Kmart Corporation	4025 Poplar Level Rd	Louisville	KY	40213	United States

Kmart Corporation	2440 Lone Oak Rd	Paducah	KY	42003	United States
Kmart Corporation	344 North Mayo Trail	Paintsville	KY	41240	United States
Kmart Corporation	100 Big Sandy Village	Pikeville	KY	41501	United States
Kmart Corporation	Northridge S/C Us Hwy 127	Russell Springs	KY	42642	United States
Kmart Corporation	411 Russell Dyche Hwy	Somerset	KY	42501	United States
Kmart Corporation	501 Marsailles Road	Versailles	KY	40383	United States
Kmart Corporation	3045 E Texas St	Bossier City	LA	71111	United States
Kmart Corporation	115 South Airline Hwy	Gonzales	LA	70737	United States
Kmart Corporation	4200 East Judge Perez Dr	Meraux	LA	70075	United States
Kmart Corporation	2940 Veterans Blvd	Metairie	LA	70002	United States
Kmart Corporation	7000 Veterans Memorial	Metairie	LA	70003	United States
Kmart Corporation	1400 S Clearview Parkway	New Orleans	LA	70123	United States
Kmart Corporation	2985 Cottingham X-Way	Pineville	LA	71360	United States
Kmart Corporation	252 Main St	Acton	MA	01720	United States
Kmart Corporation	484 Boston Rd	Billerica	MA	01821	United States
Kmart Corporation	2001 Main Street	Brockton	MA	02301	United States
Kmart Corporation	9 Plaza Way	Fairhaven	MA	02719	United States
Kmart Corporation	546 Stockbridge Rd	Great Barrington	MA	01230	United States
Kmart Corporation	2211 Northampton St	Holyoke	MA	01040	United States
Kmart Corporation	768 Iyanough Rd	Hyannis	MA	02601	United States
Kmart Corporation	45 Storey Ave	Newburyport	MA	01950	United States
Kmart Corporation	Wilbraham Road (Sr 20)	Palmer	MA	01069	United States
Kmart Corporation	180 Main St	Saugus	MA	01906	United States

Kmart Corporation	77 Middlesex Ave	Somerville	MA	02145	United States
Kmart Corporation	1130 Newport Avenue	South Attleboro	MA	02703	United States
Kmart Corporation	Route 12	Webster	MA	01570	United States
Kmart Corporation	222 N Point Blvd	Baltimore	MD	21224	United States
Kmart Corporation	8980 Waltham Woods Rd	Baltimore	MD	21234	United States
Kmart Corporation	1647 Crofton Centre	Crofton	MD	21114	United States
Kmart Corporation	161 Big Elk Mall	Elkton	MD	21921	United States
Kmart Corporation	1003 W Patrick St	Frederick	MD	21702	United States
Kmart Corporation	209 Kentlands Blvd	Gaithersburg	MD	20878	United States
Kmart Corporation	1713 Massey Blvd	Hagerstown	MD	21740	United States
Kmart Corporation	6163 Oxon Hill Road	Oxon Hill	MD	20745	United States
Kmart Corporation	8036 Ritchie Hwy	Pasadena	MD	21122	United States
Kmart Corporation	835 Solomons Island Rd N	Prince Frederick	MD	20678	United States
Kmart Corporation	301 Tilgham Rd	Salisbury	MD	21804	United States
Kmart Corporation	14014 Connecticut Ave	Silver Spring	MD	20906	United States
Kmart Corporation	200 Kent Landing	Stevensville	MD	21666	United States
Kmart Corporation	603 Center St	Auburn	ME	04210	United States
Kmart Corporation	58 Western Avenue	Augusta	ME	04330	United States
Kmart Corporation	688 Hogan Road	Bangor	ME	04401	United States
Kmart Corporation	18 Elm Plaza	Waterville	ME	04901	United States
Kmart Corporation	1658 Lansing Rd	Charlotte	MI	48813	United States
Kmart Corporation	6730 S. River Rd.	Marine City	MI	48039	United States
Kmart Corporation	32123 Gratiot Ave	Roseville	MI	48066	United States

Kmart Corporation	3000 W 14 Mile Rd	Royal Oak	MI	48073	United States
Kmart Corporation	2000 Ten Mile Rd	Warren	MI	48091	United States
Kmart Corporation	1600 Miller Trunk Hwy	Duluth	MN	55811	United States
Kmart Corporation	1606 Hwy 11-71	International Falls	MN	56649	United States
Kmart Corporation	1001 Highway 23 By-Pass N	Marshall	MN	56258	United States
Kmart Corporation	3000 Hwy #10 East	Moorhead	MN	56560	United States
Kmart Corporation	201 Ninth St S E	Rochester	MN	55904	United States
Kmart Corporation	245 E Maryland Ave	St. Paul	MN	55117	United States
Kmart Corporation	1547 Highway 59 South	Thief River Falls	MN	56701	United States
Kmart Corporation	1414 South 12th Avenue	Virginia	MN	55792	United States
Kmart Corporation	155 Twin City Mall	Crystal City	MO	63019	United States
Kmart Corporation	16200 East U S Hwy 24	Independence	MO	64056	United States
Kmart Corporation	7100 Nw Prairie View Rd	Kansas City	MO	64151	United States
Kmart Corporation	2233 N Westwood Blvd	Poplar Bluff	MO	63901	United States
Kmart Corporation	1003 S Bishop	Rolla	MO	65401	United States
Kmart Corporation	3101 S Glenstone	Springfield	MO	65804	United States
Kmart Corporation	2901-5 N Belt Hwy	St. Joseph	MO	64506	United States
Kmart Corporation	6650 Manchester	St. Louis	MO	63139	United States
Kmart Corporation	118 Highway 72 West	Corinth	MS	38834	United States
Kmart Corporation	12057-A Highway 49	Gulfport	MS	39503	United States
Kmart Corporation	550 Stateline Rd	Southaven	MS	38671	United States
Kmart Corporation	1000 3rd Street Nw	Great Falls	MT	59404	United States
Kmart Corporation	1235 North First Street	Hamilton	MT	59840	United States

Kmart Corporation	2024 Us Hwy 2 E	Kalispell	MT	59901	United States
Kmart Corporation	1330 E. Dixie Drive	Asheboro	NC	27203	United States
Kmart Corporation	1 S Tunnel Rd	Asheville	NC	28805	United States
Kmart Corporation	1001 Patton Ave	Asheville	NC	28806	United States
Kmart Corporation	980 Brevard Road	Asheville	NC	28806	United States
Kmart Corporation	804 N Broad Street	Brevard	NC	28712	United States
Kmart Corporation	529 Huffman Mill Rd	Burlington	NC	27215	United States
Kmart Corporation	2455 Lewisville-Clemmon	Clemmons	NC	27012	United States
Kmart Corporation	1931 Skibo Road	Fayetteville	NC	28314	United States
Kmart Corporation	Westgate Plaza Road	Franklin	NC	28734	United States
Kmart Corporation	201 N Berkeley Blvd	Goldsboro	NC	27534	United States
Kmart Corporation	300 Penry Rd	Greensboro	NC	27405	United States
Kmart Corporation	7090 New Market Sqr Mall	Jacksonville	NC	28540	United States
Kmart Corporation	1091 N Croatan Highway	Kill Devil Hills	NC	27948	United States
Kmart Corporation	2750 Roberts Avenue	Lumberton	NC	28358	United States
Kmart Corporation	102 New Market	Madison	NC	27025	United States
Kmart Corporation	4841 Arendell St	Morehead City	NC	28557	United States
Kmart Corporation	110-112 Bost Rd	Morganton	NC	28655	United States
Kmart Corporation	100 Mayberry Mall	Mount Airy	NC	27030	United States
Kmart Corporation	10500 Centrum Parkway	Pineville	NC	28134	United States
Kmart Corporation	4500 Western Blvd	Raleigh	NC	27606	United States
Kmart Corporation	8701 Six Forks Road	Raleigh	NC	27615	United States
Kmart Corporation	720 Sutters Creek Blvd	Rocky Mount	NC	27804	United States

Kmart Corporation	706 E Dixon Blvd	Shelby	NC	28152	United States
Kmart Corporation	1530 East Broad Street	Statesville	NC	28625	United States
Kmart Corporation	1300 Dellwood Road	Waynesville	NC	28786	United States
Kmart Corporation	2625 State St	Bismarck	ND	58503	United States
Kmart Corporation	2301 S University Dr	Fargo	ND	58103	United States
Kmart Corporation	1900 S Washington St	Grand Forks	ND	58201	United States
Kmart Corporation	1515 W 3rd	Alliance	NE	69301	United States
Kmart Corporation	5000 L St	Omaha	NE	68117	United States
Kmart Corporation	1267 Hooksett Rd	Hooksett	NH	03106	United States
Kmart Corporation	161 S Broadway	Salem	NH	03079	United States
Kmart Corporation	200 S Main	West Lebanon	NH	03784	United States
Kmart Corporation	1550 St George Ave	Avenel	NJ	07001	United States
Kmart Corporation	371-411 Main Street	Belleville	NJ	07109	United States
Kmart Corporation	1930 State Hwy 88	Brick	NJ	08724	United States
Kmart Corporation	1468 Clementon Rd	Clementon	NJ	08021	United States
Kmart Corporation	645 Highway A18	East Brunswick	NJ	08816	United States
Kmart Corporation	779 Delsea Dr N	Glassboro	NJ	08028	United States
Kmart Corporation	200 Passaic Ave	Kearny	NJ	07032	United States
Kmart Corporation	222 Bridgeton Pike	Mantua	NJ	08051	United States
Kmart Corporation	300 Black Horse Pike	Pleasantville	NJ	08232	United States
Kmart Corporation	Rte 9 & Rte 47	Rio Grande	NJ	08242	United States
Kmart Corporation	250 New Rd (Rt 9)	Somers Point	NJ	08244	United States
Kmart Corporation	213 Highway 37 E	Toms River	NJ	08753	United States

Kmart Corporation	1061 Whitehorse-Mercervil	Trenton	NJ	08610	United States
Kmart Corporation	3850 S Delsea Dr	Vineland	NJ	08360	United States
Kmart Corporation	1825 Highway 35	Wall	NJ	07719	United States
Kmart Corporation	1020 Hamburg Turnpike	Wayne	NJ	07470	United States
Kmart Corporation	108 Monmouth Rd	West Long Branch	NJ	07764	United States
Kmart Corporation	235 Prospect Ave	West Orange	NJ	07052	United States
Kmart Corporation	700 Broadway	Westwood	NJ	07675	United States
Kmart Corporation	3201 N White Sand Blvd	Alamogordo	NM	88310	United States
Kmart Corporation	2307 West Main	Artesia	NM	88210	United States
Kmart Corporation	1900 Bataan Memorial East	Las Cruces	NM	88011	United States
Kmart Corporation	1705 S Main St	Roswell	NM	88203	United States
Kmart Corporation	1712 St Michael's Dr	Santa Fe	NM	87505	United States
Kmart Corporation	2450 Mountain City Hwy	Elko	NV	89801	United States
Kmart Corporation	732 South Racetrack Road	Henderson	NV	89015	United States
Kmart Corporation	3760 East Sunset Road	Las Vegas	NV	89120	United States
Kmart Corporation	5051 E Bonanza Rd	Las Vegas	NV	89110	United States
Kmart Corporation	7501 W Washington	Las Vegas	NV	89128	United States
Kmart Corporation	West Side Of S. Virginia	Reno	NV	89502	United States
Kmart Corporation	1400 S Mccarren Blvd	Sparks	NV	89431	United States
Kmart Corporation	2125 Oddie Blvd	Sparks	NV	89431	United States
Kmart Corporation	8363 Lewiston Road	Batavia	NY	14020	United States
Kmart Corporation	Plaza 15 Route 415	Bath	NY	14810	United States
Kmart Corporation	5151 Sunrise Hwy	Bohemia	NY	11716	United States

Kmart Corporation	2044 Montauk Hwy	Bridgehampton	NY	11932	United States
Kmart Corporation	1998 Bruckner Blvd	Bronx	NY	10473	United States
Kmart Corporation	300 Baychester Avenue	Bronx	NY	10475	United States
Kmart Corporation	1001 Hertel Avenue	Buffalo	NY	14216	United States
Kmart Corporation	S 3701 Mckinley Pkwy	Buffalo	NY	14219	United States
Kmart Corporation	2055 Walden Ave	Cheektowaga	NY	14225	United States
Kmart Corporation	854 State Route 13	Cortland	NY	13045	United States
Kmart Corporation	2280 North Ocean Ave.	Farmingville	NY	11738	United States
Kmart Corporation	West Main St R D #1	Greenwich	NY	12834	United States
Kmart Corporation	1020 Center Street	Horseheads	NY	14845	United States
Kmart Corporation	839 New York Ave	Huntington	NY	11743	United States
Kmart Corporation	975 Fairmount Ave	Jamestown	NY	14701	United States
Kmart Corporation	8007 Oswego Road	Liverpool	NY	13090	United States
Kmart Corporation	987 Route 6	Mahopac	NY	10541	United States
Kmart Corporation	230 West Main Street	Malone	NY	12953	United States
Kmart Corporation	2803 Brewerton Rd	Mattydale	NY	13211	United States
Kmart Corporation	66-26 Metropolitan Ave	Middle Village	NY	11379	United States
Kmart Corporation	4645 Commercial Drive	New Hartford	NY	13413	United States
Kmart Corporation	250 W 34th St	New York	NY	10119	United States
Kmart Corporation	770 Broadway	New York	NY	10003	United States
Kmart Corporation	2590 Military Rd	Niagara Falls	NY	14304	United States
Kmart Corporation	635 Dutchess Turnpike	Poughkeepsie	NY	12603	United States
Kmart Corporation	838 South Road - Ste 257	Poughkeepsie	NY	12601	United States

Kmart Corporation	308 Dix Avenue	Queensbury	NY	12804	United States
Kmart Corporation	605 Old Country Rd	Riverhead	NY	11901	United States
Kmart Corporation	810 Paul Rd	Rochester	NY	14624	United States
Kmart Corporation	93 West Campbell Rd	Schenectady	NY	12306	United States
Kmart Corporation	Hylan Blvd	Staten Island	NY	10306	United States
Kmart Corporation	950 Ridge Road	Webster	NY	14580	United States
Kmart Corporation	121 Bolivar Rd	Wellsville	NY	14895	United States
Kmart Corporation	349 Orchard Park Rd	West Seneca	NY	14224	United States
Kmart Corporation	399 Tarrytown Rd	White Plains	NY	10607	United States
Kmart Corporation	Rte 118, 355 Downing Dr	Yorktown Heights	NY	10598	United States
Kmart Corporation	3315 N Ridge E - Unit 100	Ashtabula	OH	44004	United States
Kmart Corporation	4475 Mahoning Ave	Austintown	OH	44515	United States
Kmart Corporation	241 Wooster Rd North	Barberton	OH	44203	United States
Kmart Corporation	1209 Boardman Poland Rd	Boardman	OH	44514	United States
Kmart Corporation	3301 Center Rd	Brunswick	OH	44212	United States
Kmart Corporation	61690 Southgate Pkwy	Cambridge	OH	43725	United States
Kmart Corporation	3801 Harmont Ave N E	Canton	OH	44705	United States
Kmart Corporation	1470 North Bridge Street	Chillicothe	OH	45601	United States
Kmart Corporation	7701 Broadview Road	Cleveland	OH	44131	United States
Kmart Corporation	4480 Indian Ripple Rd	Dayton	OH	45440	United States
Kmart Corporation	15891 State Rt 170	East Liverpool	OH	43920	United States
Kmart Corporation	12171 Omniplex Dr.(Former Address: 12171 Parkfield Dr.)	Forest Park	OH	45240	United States
Kmart Corporation	620 Plaza Dr	Fostoria	OH	44830	United States

Kmart Corporation	1825 North State Route 19	Fremont	OH	43420	United States
Kmart Corporation	185 Upper River Road	Gallipolis	OH	45631	United States
Kmart Corporation	2400 Stringtown Road	Grove City	OH	43123	United States
Kmart Corporation	4400 S Hamilton Rd	Groveport	OH	43125	United States
Kmart Corporation	5765 Green Pointe Drive	Groveport	OH	43125	United States
Kmart Corporation	10560 Harrison Avenue	Harrison	OH	45030	United States
Kmart Corporation	1249 North High St	Hillsboro	OH	45133	United States
Kmart Corporation	238 Lafayette Street	London	OH	43140	United States
Kmart Corporation	5350 Leavitt Road	Lorain	OH	44053	United States
Kmart Corporation	9200 Mentor Avenue	Mentor	OH	44060	United States
Kmart Corporation	17840 Bagley Rd	Middleburg Heights	OH	44130	United States
Kmart Corporation	1500 Coshocton	Mount Vernon	OH	43050	United States
Kmart Corporation	225 West Avenue	New Boston	OH	45662	United States
Kmart Corporation	North Main St	North Canton	OH	44720	United States
Kmart Corporation	1284 Brice Rd	Reynoldsburg	OH	43068	United States
Kmart Corporation	6221 S O M Center Rd	Solon	OH	44139	United States
Kmart Corporation	625 West Central Avenue	Springboro	OH	45066	United States
Kmart Corporation	I-70 & Mall Road	St. Clairsville	OH	43950	United States
Kmart Corporation	541 Perkins Jones Rd Ne	Warren	OH	44483	United States
Kmart Corporation	1666 Columbus Ave	Washington Courthouse	OH	43160	United States
Kmart Corporation	1799 Portage Road	Wooster	OH	44691	United States
Kmart Corporation	3515 N Maple Ave	Zanesville	OH	43701	United States
Kmart Corporation	2501 Redwheat Drive	Clinton	OK	73601	United States

Kmart Corporation	4010 W Owen Garriott Rd	Enid	OK	73703	United States
Kmart Corporation	1050 N W 38th St	Lawton	OK	73505	United States
Kmart Corporation	2323-2327 N Harrison	Shawnee	OK	74804	United States
Kmart Corporation	10131 E 21st Street S	Tulsa	OK	74129	United States
Kmart Corporation	3643 S 73rd East Ave	Tulsa	OK	74145	United States
Kmart Corporation	3955 S W Murray Blvd	Beaverton	OR	97005	United States
Kmart Corporation	400 North East Circle Blv	Corvallis	OR	97330	United States
Kmart Corporation	21830 S E Burnside Rd	Gresham	OR	97030	United States
Kmart Corporation	2757 N W Stewart Pkwy	Roseburg	OR	97471	United States
Kmart Corporation	1502 South Fourth St	Allentown	PA	18103	United States
Kmart Corporation	528 W Plank Road	Altoona	PA	16602	United States
Kmart Corporation	2660 Constitution Blvd	Beaver Falls	PA	15010	United States
Kmart Corporation	780 Rostraver Rd	Belle Vernon	PA	15012	United States
Kmart Corporation	1837 Street Road	Bensalem	PA	19020	United States
Kmart Corporation	1520 W Front St	Berwick	PA	18603	United States
Kmart Corporation	1005 Wayne Ave	Chambersburg	PA	17201	United States
Kmart Corporation	1475 Nitterhouse Dr	Chambersburg	PA	17202	United States
Kmart Corporation	280 Tower Road	Chambersburg	PA	17202	United States
Kmart Corporation	713 E Baltimore Pike	Clifton Heights	PA	19018	United States
Kmart Corporation	4377 Route 313	Doylestown	PA	18901	United States
Kmart Corporation	5820 Shaffer Road	Dubois	PA	15801	United States
Kmart Corporation	R D #3 State Rte 255 N	Dubois	PA	15801	United States
Kmart Corporation	300 Lincoln Avenue	East Stroudsburg	PA	18301	United States

Kmart Corporation	320 South 25th Street	Easton	PA	18042	United States
Kmart Corporation	U S Route 11 Mark Plaza	Edwardsville	PA	18704	United States
Kmart Corporation	1605 South Market Street	Elizabethtown	PA	17022	United States
Kmart Corporation	1127 S State St	Ephrata	PA	17522	United States
Kmart Corporation	1320 E Grandview Blvd	Erie	PA	16504	United States
Kmart Corporation	2873 W 26th Street	Erie	PA	16506	United States
Kmart Corporation	176 W Street Rd	Feasterville	PA	19053	United States
Kmart Corporation	5050 Jonestown Road	Harrisburg	PA	17112	United States
Kmart Corporation	600 Macdade Blvd	Holmes	PA	19043	United States
Kmart Corporation	1170 Mae Street	Hummelstown	PA	17036	United States
Kmart Corporation	2090 Rte 286 S	Indiana	PA	15701	United States
Kmart Corporation	1890 Fruitville Pike	Lancaster	PA	17601	United States
Kmart Corporation	451 Hude Park Road	Leechburg	PA	15656	United States
Kmart Corporation	111 Hulst Dr, Ste 722	Matamoras	PA	18336	United States
Kmart Corporation	4041 Washington Road	Mcmurray	PA	15317	United States
Kmart Corporation	1125 Conneaut Lake Rd	Meadville	PA	16335	United States
Kmart Corporation	5600 Carlisle Pike U S 11	Mechanicsburg	PA	17050	United States
Kmart Corporation	1 Millbrook Plaza	Mill Hall	PA	17751	United States
Kmart Corporation	120 Mall Blvd	Monroeville	PA	15146	United States
Kmart Corporation	2000 Market Blvd - Parking Lot	Moon Twp.	PA	15108	United States
Kmart Corporation	Birney Plaza	Moosic	PA	18507	United States
Kmart Corporation	One Kresge Rd	Morrisville	PA	19030	United States
Kmart Corporation	2650 Ellwood Rd	New Castle	PA	16101	United States

Kmart Corporation	100 Tarentum Rd	New Kensington	PA	15068	United States
Kmart Corporation	1901 Lincoln Hwy	North Versailles	PA	15137	United States
Kmart Corporation	7101 Roosevelt Blvd	Philadelphia	PA	19149	United States
Kmart Corporation	1000 Nutt Rd	Phoenixville	PA	19460	United States
Kmart Corporation	880 Butler Street	Pittsburgh	PA	15223	United States
Kmart Corporation	996 W View Park Dr	Pittsburgh	PA	15229	United States
Kmart Corporation	720 Clairton Blvd/Rte 51	Pleasant Hills	PA	15236	United States
Kmart Corporation	1665 State Hill Rd	Reading	PA	19610	United States
Kmart Corporation	3045 Fifth Street Hwy	Reading	PA	19605	United States
Kmart Corporation	Scranton Carbondale Hwy	Scranton	PA	18508	United States
Kmart Corporation	1 Parkside Ave	Shillington	PA	19607	United States
Kmart Corporation	704 Lancaster Ave	Strafford Wayne	PA	19087	United States
Kmart Corporation	3205 Lincoln Hwy	Thorndale	PA	19372	United States
Kmart Corporation	Rt #6 Brandford Town Ctr	Towanda	PA	18848	United States
Kmart Corporation	99 Matthews Drive	Uniontown	PA	15401	United States
Kmart Corporation	985 Paoli Pike	West Chester	PA	19380	United States
Kmart Corporation	2520 Mac Arthur Rd	Whitehall	PA	18052	United States
Kmart Corporation	910 Wilkes Barre Twp Blvd	Wilkes-Barre	PA	18702	United States
Kmart Corporation	1915 E Third St	Williamsport	PA	17701	United States
Kmart Corporation	2620 Moreland Rd	Willow Grove	PA	19090	United States
Kmart Corporation	2600 N Willow Street Pike	Willow Street	PA	17584	United States
Kmart Corporation	803 Male Rd	Wind Gap	PA	18091	United States
Kmart Corporation	Road 2 Km 126.5	Aguadilla	PR	00605	United States

Kmart Corporation	State Road 2 Km 80.2	Arecibo	PR	00612	United States
Kmart Corporation	Plaza Rio Hondo & Comerio Ave	Bayamon	PR	00961	United States
Kmart Corporation	Calle Betances Final #400	Caguas	PR	00726	United States
Kmart Corporation	Rafael Cordero & Hwy 30	Caguas	PR	00725	United States
Kmart Corporation	65th Infantry Ave	Carolina	PR	00985	United States
Kmart Corporation	Eastern Reg'l S/C; State Road #3	Fajardo	PR	00738	United States
Kmart Corporation	State Rd 3	Fajardo	PR	00738	United States
Kmart Corporation	Puerto Rico Hwy 3	Guayama	PR	00784	United States
Kmart Corporation	Pr #22 & Pr #18	Hato Rey	PR	00918	United States
Kmart Corporation	Western Plaza S/C	Mayaguez	PR	00680	United States
Kmart Corporation	9410 Ave Los Romeros	Rio Piedras	PR	00926	United States
Kmart Corporation	Castro Perez Ave (Pr 122)	San German	PR	00683	United States
Kmart Corporation	Caparra Hgts - San Patricio S/C Roosevelt & San Patricio Avenues	San Juan	PR	00920	United States
Kmart Corporation	200 Carr 181	Trujillo Alto	PR	00976	United States
Kmart Corporation	2127 Boundary St	Beaufort	SC	29902	United States
Kmart Corporation	2209 West Dekalb	Camden	SC	29020	United States
Kmart Corporation	Church St Extension	Greenville	SC	29605	United States
Kmart Corporation	748 W Main Street	Lexington	SC	29072	United States
Kmart Corporation	129 West Butler Avenue	Mauldin	SC	29662	United States
Kmart Corporation	8571 Rivers Avenue	North Charleston	SC	29406	United States
Kmart Corporation	1457 W Highway 123	Seneca	SC	29678	United States
Kmart Corporation	4570 Ladson Rd	Summerville	SC	29485	United States
Kmart Corporation	1143 Broad St	Sumter	SC	29150	United States

Kmart Corporation	1500 Charleston Hwy	West Columbia	SC	29169	United States
Kmart Corporation	1815-6th Ave S E	Aberdeen	SD	57401	United States
Kmart Corporation	1111 E North St	Rapid City	SD	57701	United States
Kmart Corporation	2780 Wilma Rudolph Blvd	Clarksville	TN	37040	United States
Kmart Corporation	190 Clinch Ave	Clinton	TN	25901	United States
Kmart Corporation	1245 N Germantown Pkwy	Cordova	TN	38016	United States
Kmart Corporation	5380 Highway 153	Hixson	TN	37343	United States
Kmart Corporation	3019 Peoples Street	Johnson City	TN	37604	United States
Kmart Corporation	1805 E Stone Dr	Kingsport	TN	37660	United States
Kmart Corporation	6909 Maynardville Pike Ne	Knoxville	TN	37918	United States
Kmart Corporation	1443 W Main St	Lebanon	TN	37087	United States
Kmart Corporation	1508 S Gallatin Rd	Madison	TN	37115	United States
Kmart Corporation	945 Mccammon Ave	Maryville	TN	37801	United States
Kmart Corporation	305 W Economy Rd	Morristown	TN	37814	United States
Kmart Corporation	1266 N W Broad Street	Murfreesboro	TN	37129	United States
Kmart Corporation	2491 Murfreesboro Pike	Nashville	TN	37217	United States
Kmart Corporation	530 Donelson Pike	Nashville	TN	37214	United States
Kmart Corporation	7060 Winchester Rd	North Memphis	TN	38125	United States
Kmart Corporation	370 South Illinois Avenue	Oak Ridge	TN	37830	United States
Kmart Corporation	217 Forks Of River Pkwy	Sevierville	TN	37862	United States
Kmart Corporation	333 N Lowry St	Smyrna	TN	37167	United States
Kmart Corporation	902 S Main Street	Sweetwater	TN	37874	United States
Kmart Corporation	Subdivision Unit 3	Lake Palestine	TX	75763	United States

Kmart Corporation	6501 University Ave	Lubbock	TX	79413	United States
Kmart Corporation	3061 John Redditt Dr	Lufkin	TX	75904	United States
Kmart Corporation	[N/A]	Smith County	TX	75701	United States
Kmart Corporation	1055 East Draper Pkwy	Draper	UT	84020	United States
Kmart Corporation	610 West Price River Dr	Price	UT	84501	United States
Kmart Corporation	1770 W 4100 S	Salt Lake City	UT	84119	United States
Kmart Corporation	785 S Bluff	St. George	UT	84770	United States
Kmart Corporation	1442 W. 90th South	West Jordan	UT	84088	United States
Kmart Corporation	3330 S 5600 W St	West Valley City	UT	84120	United States
Kmart Corporation	300 Towne Centre Drive	Abingdon	VA	24210	United States
Kmart Corporation	4251 John Marr Drive	Annandale	VA	22003	United States
Kmart Corporation	Route 3 Box 49d	Cedar Bluff	VA	24609	United States
Kmart Corporation	1801 Hydraulic Rd	Charlottesville	VA	22901	United States
Kmart Corporation	2001 South Military Hwy	Chesapeake	VA	23320	United States
Kmart Corporation	1000 Laurel Street Ne	Christiansburg	VA	24073	United States
Kmart Corporation	3655 Plank Road	Fredericksburg	VA	22407	United States
Kmart Corporation	494 Elden St	Herndon	VA	20170	United States
Kmart Corporation	2315 Wards Rd	Lynchburg	VA	24502	United States
Kmart Corporation	2876 Greensboro Rd	Martinsville	VA	24112	United States
Kmart Corporation	6101 N Military	Norfolk	VA	23518	United States
Kmart Corporation	1419 Hershberger Rd N W	Roanoke	VA	24012	United States
Kmart Corporation	3533 Franklin Rd S W	Roanoke	VA	24014	United States
Kmart Corporation	6364 Springfield Plaza	Springfield	VA	22150	United States

Kmart Corporation	5007 Victory Blvd	Tabb	VA	23693	United States
Kmart Corporation	1205 Fordham Dr	Virginia Beach	VA	23464	United States
Kmart Corporation	312 Constitution Drive	Virginia Beach	VA	23462	United States
Kmart Corporation	2712 W Main St	Waynesboro	VA	22980	United States
Kmart Corporation	118 Waller Mill Rd	Williamsburg	VA	23185	United States
Kmart Corporation	1480 East Main Street	Wytheville	VA	24382	United States
Kmart Corporation	Remainder Matriculate #1	Frederiksted	VI	00840	United States
Kmart Corporation	Sunny Isle S/C, Space #1	St. Croix	VI	00820	United States
Kmart Corporation	26 - A Tutu Park Mall	St. Thomas	VI	00802	United States
Kmart Corporation	9000 Lockhart Gdns S/C; Ste 1	St. Thomas	VI	00802	United States
Kmart Corporation	4110 E Sprague Ave	Spokane	WA	99202	United States
Kmart Corporation	6077 S Packard Avenue	Cudahy	WI	53110	United States
Kmart Corporation	4100 52nd St	Kenosha	WI	53144	United States
Kmart Corporation	800 North Union	Mauston	WI	53948	United States
Kmart Corporation	190 Medford Plaza	Medford	WI	54451	United States
Kmart Corporation	1450 Summit Avenue	Oconomowoc	WI	53066	United States
Kmart Corporation	2211 S Green Bay Road	Racine	WI	53406	United States
Kmart Corporation	5141 Douglas Ave	Racine	WI	53402	United States
Kmart Corporation	1200 West Fond Du Lac St	Ripon	WI	54971	United States
Kmart Corporation	111 Division St North	Stevens Point	WI	54481	United States
Kmart Corporation	830 West Fulton St	Waupaca	WI	54981	United States
Kmart Corporation	6900 W Greenfield Ave	West Allis	WI	53214	United States
Kmart Corporation	301 Beckley Plaza	Beckley	WV	25801	United States

Kmart Corporation	6531 Mccorkle Avenue S E	Charleston	WV	25304	United States
Kmart Corporation	I-79/Us 43 Crossings Mall	Elkview	WV	25071	United States
Kmart Corporation	5636 U S Route 60 E	Huntington	WV	25705	United States
Kmart Corporation	9000 Fayetteville Road	Oak Hill	WV	25901	United States
Kmart Corporation	1050 Division St	Parkersburg	WV	26101	United States
Kmart Corporation	800 Grand Central Ave	Vienna	WV	26105	United States
Kmart Corporation	250 Three Springs Dr	Weirton	WV	26062	United States
Kmart Corporation	1840 Dell Range Blvd	Cheyenne	WY	82009	United States
Kmart Corporation	2121 17th St	Cody	WY	82414	United States
Kmart Corporation	510 S Hwy 89	Jackson	WY	83002	United States
Kmart Corporation	2571 N Business #90	Sheridan	WY	82801	United States
Kmart Of Michigan, Inc.	1396 South Main Street	Adrian	MI	49221	United States
Kmart Of Michigan, Inc.	2095 Rawsonville Rd	Belleville	MI	48111	United States
Kmart Of Michigan, Inc.	06600 M-66 North	Charlevoix	MI	49720	United States
Kmart Of Michigan, Inc.	4290 W Vienna Rd	Clio	MI	48420	United States
Kmart Of Michigan, Inc.	18055 Silver Pkwy	Fenton	MI	48430	United States
Kmart Of Michigan, Inc.	4002 S Dort	Flint	MI	48507	United States
Kmart Of Michigan, Inc.	29600 Ford Rd	Garden City	MI	48135	United States
Kmart Of Michigan, Inc.	4111 North Kent Mall	Grand Rapids	MI	49525	United States
Kmart Of Michigan, Inc.	2425 S Grayling	Grayling	MI	49738	United States
Kmart Of Michigan, Inc.	802 West State Street	Hastings	MI	49058	United States
Kmart Of Michigan, Inc.	8171 W Houghton Lake Dr	Houghton Lake	MI	48629	United States
Kmart Of Michigan, Inc.	2948 S State Road	Ionia	MI	48846	United States

Kmart Of Michigan, Inc.	1025 M-24	Lake Orion	MI	48360	United States
Kmart Of Michigan, Inc.	33400 W 7 Mile Road	Livonia	MI	48152	United States
Kmart Of Michigan, Inc.	6730 S River Road	Marine City	MI	48039	United States
Kmart Of Michigan, Inc.	15861 Michigan Avenue	Marshall	MI	49068	United States
Kmart Of Michigan, Inc.	1101-7Th Ave	Menominee	MI	49858	United States
Kmart Of Michigan, Inc.	1820 S Saginaw Rd	Midland	MI	48640	United States
Kmart Of Michigan, Inc.	2125 S Mission St	Mount Pleasant	MI	48858	United States
Kmart Of Michigan, Inc.	1501 E Apple	Muskegon	MI	49442	United States
Kmart Of Michigan, Inc.	5719 N US 23	Oscoda	MI	48750	United States
Kmart Of Michigan, Inc.	40855 Ann Arbor Rd	Plymouth	MI	48170	United States
Kmart Of Michigan, Inc.	67300 Main St	Richmond	MI	48062	United States
Kmart Of Michigan, Inc.	[N/A]	Taylor	MI	48180	United States
Kmart Of Michigan, Inc.	21111 Van Born Rd	Taylor	MI	48180	United States
Kmart Of Michigan, Inc.	1712 S Garfield Ave	Traverse City	MI	49686	United States
Kmart Of Michigan, Inc.	3541 Highland Road	Waterford Twp.	MI	48328	United States
Kmart Of Michigan, Inc.	5100 Dixie Hwy	Waterford Twp.	MI	48329	United States
Kmart Of Michigan, Inc.	2110 South M-76	West Branch	MI	48661	United States
Kmart Of Michigan, Inc.	165 Wayne Rd	Westland	MI	48186	United States
Kmart Of Michigan, Inc.	6455 Us #31 N	Williamsburg	MI	49690	United States
Kmart Of Michigan, Inc.	2201 W Worley	Columbia	MO	65203	United States
Kmart Of Michigan, Inc.	600 Montgomery Mall	North Wales	PA	19454	United States
Kmart Of Washington LLC	1001 E Sunset Drive	Bellingham	WA	98226	United States
Kmart Of Washington LLC	1550 S Burlington Blvd	Burlington	WA	98233	United States

Kmart Of Washington LLC	1201 N W Louisiana	Chehalis	WA	98532	United States
Kmart Of Washington LLC	24800 W Valley Hwy	Kent	WA	98032	United States
Kmart Of Washington LLC	17705 Pacific Ave	Spanaway	WA	98387	United States
Kmart Of Washington LLC	1414 E 72Nd St	Tacoma	WA	98404	United States
Kmart Of Washington LLC	5132 6Th Ave	Tacoma	WA	98406	United States
Kmart Of Washington LLC	2200 East Isaacs Ave	Walla Walla	WA	99362	United States
Kmart Operations Llc	2821 East Main St	Russellville	AR	72801	United States
Kmart Operations Llc	3625 East 18th Street	Antioch	CA	94509	United States
Kmart Operations Llc	42126 Big Bear Blvd	Big Bear Lake	CA	92315	United States
Kmart Operations Llc	912 County Line Rd	Delano	CA	93215	United States
Kmart Operations Llc	1500 Anna Sparks Way	Mckinleyville	CA	95521	United States
Kmart Operations Llc	1855 Main Street	Ramona	CA	92065	United States
Kmart Operations Llc	3001 Iowa Avenue	Riverside	CA	92507	United States
Kmart Operations Llc	895 Faulkner Road	Santa Paula	CA	93060	United States
Kmart Operations Llc	19563 Coastal Hwy, Unit A	Rehoboth Beach	DE	19971	United States
Kmart Operations Llc	7321 Manatee Ave West	Bradenton	FL	34209	United States
Kmart Operations Llc	1460 W 49th St	Hialeah	FL	33012	United States
Kmart Operations Llc	2211 W Irlo Bronson Hwy	Kissimmee	FL	34741	United States
Kmart Operations Llc	10700 Biscayne Blvd	North Miami	FL	33161	United States
Kmart Operations Llc	4501 66th Street N	St. Petersburg	FL	33709	United States
Kmart Operations Llc	1501 Hwy 169 N	Algona	IA	50511	United States
Kmart Operations Llc	1405 South Grand	Charles City	IA	50616	United States
Kmart Operations Llc	2307 Superior	Webster City	IA	50595	United States

Kmart Operations Llc	5000 23rd Ave	Moline	IL	61265	United States
Kmart Operations Llc	3231 Chicago Rd	Steger	IL	60475	United States
Kmart Operations Llc	4820 S 4th St Trafficway	Leavenworth	KS	66048	United States
Kmart Operations Llc	3010 Fort Campbell Blvd	Hopkinsville	KY	42240	United States
Kmart Operations Llc	2815 West Parrish Avenue	Owensboro	KY	42301	United States
Kmart Operations Llc	3207 Solomons Island Rd	Edgewater	MD	21037	United States
Kmart Operations Llc	417 Main Street	Madawaska	ME	04756	United States
Kmart Operations Llc	22801 Harper Ave	St. Clair Shores	MI	48080	United States
Kmart Operations Llc	1305 Highway #10 West	Detroit Lakes	MN	56501	United States
Kmart Operations Llc	11 South Kings Hwy 61	Cape Girardeau	MO	63703	United States
Kmart Operations Llc	1 Flower Valley Shp Ctr	Florissant	MO	63033	United States
Kmart Operations Llc	2304 Missouri Blvd	Jefferson City	MO	65109	United States
Kmart Operations Llc	2308 Highway 45 N	Columbus	MS	39701	United States
Kmart Operations Llc	3180 Highway 2 West	Havre	MT	59501	United States
Kmart Operations Llc	545 Us Hwy 29 N	Concord	NC	28027	United States
Kmart Operations Llc	1-20th Ave S E	Minot	ND	58701	United States
Kmart Operations Llc	3000 East Main St	Farmington	NM	87402	United States
Kmart Operations Llc	2220 North Grimes St	Hobbs	NM	88240	United States
Kmart Operations Llc	10405 S Eastern Ave	Henderson	NV	89052	United States
Kmart Operations Llc	2801 W. State St	Olean	NY	14760	United States
Kmart Operations Llc	171 Delaware Ave	Sidney	NY	13838	United States
Kmart Operations Llc	1005 East Columbus St	Kenton	OH	43326	United States
Kmart Operations Llc	502 Pike Street	Marietta	OH	45750	United States

Kmart Operations Llc	1447 N Main St	North Canton	OH	44720	United States
Kmart Operations Llc	555 South Ave	Tallmadge	OH	44278	United States
Kmart Operations Llc	4 East Shawnee St	Muskogee	OK	74403	United States
Kmart Operations Llc	2640 West Sixth St	The Dalles	OR	97058	United States
Kmart Operations Llc	1180 Walnut Bottom Rd	Carlisle	PA	17013	United States
Kmart Operations Llc	3975 Columbia Ave	Columbia	PA	17512	United States
Kmart Operations Llc	1745 Quentin	Lebanon	PA	17042	United States
Kmart Operations Llc	Route 819 South	Mount Pleasant	PA	15666	United States
Kmart Operations Llc	400 North Best Ave	Walnutport	PA	18088	United States
Kmart Operations Llc	1094 Haines Road	York	PA	17402	United States
Kmart Operations Llc	Pr 167 & Las Cumbres	Bayamon	PR	00957	United States
Kmart Operations Llc	Pr 20 And Esmeralda	Guaynabo	PR	00969	United States
Kmart Operations Llc	Pr Rte #2; Km 149.5	Mayaguez	PR	00680	United States
Kmart Operations Llc	2643 Ponce Bypass	Ponce	PR	00728	United States
Kmart Operations Llc	3801 B Clemson Blvd	Anderson	SC	29621	United States
Kmart Operations Llc	2302 Cherry Rd	Rock Hill	SC	29732	United States
Kmart Operations Llc	3020 W 12th St	Sioux Falls	SD	57104	United States
Kmart Operations Llc	9484 Dyer St	El Paso	TX	79924	United States
Kmart Operations Llc	2010 N Main	Layton	UT	84041	United States
Kmart Operations Llc	1425 E Highway 151	Platteville	WI	53818	United States
Kmart Operations Llc	1701 4th Ave W	Charleston	WV	25387	United States
Kmart Operations Llc	731 Beverly Pike	Elkins	WV	26241	United States
Kmart Operations Llc	101 Great Teays Blvd	Scott Depot	WV	25560	United States

Kmart Operations Llc	4000 East 2nd Street	Casper	WY	82609	United States
Kmart Operations Llc	2150 South Douglas Hwy	Gillette	WY	82716	United States
Kmart Stores Of Illinois, LLC	2851 Belt Line Parkway	Alton	IL	62002	United States
Kmart Stores Of Illinois, LLC	500 W Chrysler Dr	Belvidere	IL	61008	United States
Kmart Stores Of Illinois, LLC	156 South Gary Avenue	Bloomington	IL	61018	United States
Kmart Stores Of Illinois, LLC	7325 W 79Th Street	Bridgeview	IL	60455	United States
Kmart Stores Of Illinois, LLC	5033 North Elston	Chicago	IL	60630	United States
Kmart Stores Of Illinois, LLC	6000 Northwest Hwy	Crystal Lake	IL	60014	United States
Kmart Stores Of Illinois, LLC	2721 N Vermilion St	Danville	IL	61832	United States
Kmart Stores Of Illinois, LLC	1155 E Pershing Rd	Decatur	IL	62526	United States
Kmart Stores Of Illinois, LLC	1155 Oakton St	Des Plaines	IL	60018	United States
Kmart Stores Of Illinois, LLC	1006 N Keller Dr	Effingham	IL	62401	United States
Kmart Stores Of Illinois, LLC	265 S State Rte 83	Elmhurst	IL	60126	United States
Kmart Stores Of Illinois, LLC	1150 W Carl Sandburg Dr	Galesburg	IL	61401	United States
Kmart Stores Of Illinois, LLC	4210 N Harlem Ave	Norridge	IL	60706	United States
Kmart Stores Of Illinois, LLC	4101 W 95Th St	Oak Lawn	IL	60453	United States
Kmart Stores Of Illinois, LLC	3701 Broadway St	Quincy	IL	62301	United States
Kmart Stores Of Illinois, LLC	5909 E State Street	Rockford	IL	61108	United States
Kmart Stores Of Illinois, LLC	3250 Clear Lake Rd	Springfield	IL	62702	United States
Kmart Stores Of Texas, LLC	1120 Mc Rae Blvd	El Paso	TX	79925	United States
Kmart Stores Of Texas, LLC	11330 Montwood Dr	El Paso	TX	79936	United States
Kmart Stores Of Texas, LLC	6375 Montana Blvd	El Paso	TX	79925	United States
Kmart Stores Of Texas, LLC	1101 Fort Hood Street	Killeen	TX	76541	United States

Kmart Stores Of Texas, LLC	1801 South 10Th Street	Mcallen	TX	78503	United States
Kmart Stores Of Texas, LLC	1405 East Expressway 83	Mission	TX	78572	United States
Kmart Stores Of Texas, LLC	1400 Wildcat Drive	Portland	TX	78374	United States
Kmart Stores Of Texas, LLC	210 Se Georgia Ave	Sweetwater	TX	79556	United States
Sears Development Co.	500 Stonewood St	Downey	CA	90241	United States
Sears Development Co.	1111 Franklin Ave	Garden City	NY	11530	United States
Sears Holdings Corporation	760 Market Street; Suite 200 & Suite 600	San Francisco	CA	94102	United States
Sears Holdings Corporation	101 Merritt 7 Corporate Park	Norwalk	CT	06830	United States
Sears Holdings Management Corp.	1735 Technology Drive, Suite 600	San Jose	CA	95110	United States
Sears Holdings Management Corp.	75 Holly Hill Lane	Greenwich	CT	06830	United States
Sears Holdings Management Corp.	2 N State Street; Suite 1110 & 1200	Chicago	IL	60602	United States
Sears Holdings Management Corp.	2240 Cunningham Dr	Troy	MI	48084	United States
Sears Holdings Management Corp.	75 Varick Street; 8th Floor	Borough Of Manhattan	NY	10013	United States
Sears Holdings Management Corp.	2301 West Plano Parkwayl, Suite 201	Plano	TX	75075	United States
Sears Holdings Management Corp.	1415 Ne 45th Street	Seattle	WA	98105	United States
Sears Holdings Management Corporation	3333 Beverly Road	Hoffman Est	IL	60179	United States
Sears Home Improvement Products, Inc.	2194-A Parkway Lake Dr	Birmingham	AL	35244	United States
Sears Home Improvement Products, Inc.	4401 Baseline Rd; Ste 205	Phoenix	AZ	85042	United States
Sears Home Improvement Products, Inc.	283 E Airway Blvd	Livermore	CA	94551	United States
Sears Home Improvement Products, Inc.	1200 Del Paso Rd; Ste 100	Sacramento	CA	95834	United States
Sears Home Improvement Products, Inc.	9586 Distribution Ave; Ste F	San Diego	CA	92121	United States
Sears Home Improvement Products, Inc.	28159 Avenue Stanford	Santa Clarita	CA	91355	United States
Sears Home Improvement Products, Inc.	10415 Slushier Dr	Santa Fe Springs	CA	90670	United States

Sears Home Improvement Products, Inc.	12330e 46th Ave; Unit 300	Denver	CO	80239	United States
Sears Home Improvement Products, Inc.	51 Belamose Ave	Rocky Hill	CT	06067	United States
Sears Home Improvement Products, Inc.	1260 American Way #156	Altamonte Spg	FL	32750	United States
Sears Home Improvement Products, Inc.	1024 Florida Central Pkwy	Longwood	FL	32750	United States
Sears Home Improvement Products, Inc.	8761 Ely Rd; Unit B	Pensacola	FL	32514	United States
Sears Home Improvement Products, Inc.	4713 Oak Fair Blvd	Tampa	FL	33610	United States
Sears Home Improvement Products, Inc.	1650 International Court, Unit 200	Norcross	GA	30093	United States
Sears Home Improvement Products, Inc.	1370 E Higgins Rd; Unit B	Elk Grove Vlg	IL	60007	United States
Sears Home Improvement Products, Inc.	8901 W 192nd Street; Ste C	Mokena	IL	60448	United States
Sears Home Improvement Products, Inc.	8246 Neiman Rd Bldg 1	Lenexa	KS	66214	United States
Sears Home Improvement Products, Inc.	12900 Fenwick Center Dr; Ste B	Louisville	KY	40223	United States
Sears Home Improvement Products, Inc.	110 Widgeon Dr; Ste 190	St Rose	LA	70087	United States
Sears Home Improvement Products, Inc.	365 University Ave	Westwood	MA	02090	United States
Sears Home Improvement Products, Inc.	2700 Lord Baltimore Dr; Ste 140	Baltimore	MD	21244	United States
Sears Home Improvement Products, Inc.	46985 Enterprise Ct	Wixom	MI	48393	United States
Sears Home Improvement Products, Inc.	12930 Hollenberg Dr	Bridgeton	MO	63044	United States
Sears Home Improvement Products, Inc.	104 Business Park Drive; Suite A	Ridgeland	MS	39157	United States
Sears Home Improvement Products, Inc.	8301 Arrowridge Blvd; Suite A	Charlotte	NC	28273	United States
Sears Home Improvement Products, Inc.	4523 Green Point Drive	Greensboro	NC	27410	United States
Sears Home Improvement Products, Inc.	50 Williams Parkway	East Hanover	NJ	07936	United States
Sears Home Improvement Products, Inc.	41 Twosome Dr	Moorestown	NJ	08057	United States
Sears Home Improvement Products, Inc.	4 Airport Park Blvd	Latham	NY	12110	United States
Sears Home Improvement Products, Inc.	35 Melville Park Rd	Melville	NY	11746	United States

Sears Home Improvement Products, Inc.	5 Plain Ave	New Rochelle	NY	10801	United States
Sears Home Improvement Products, Inc.	2204 City Gate Drive	Columbus	OH	43219	United States
Sears Home Improvement Products, Inc.	6230 Bush Blvd Ste 100 (Carlton Bldg)	Columbus	OH	43229	United States
Sears Home Improvement Products, Inc.	4829 Galaxy Pky	Warrensvll Ht	OH	44128	United States
Sears Home Improvement Products, Inc.	12626 E. 60th Street	Tulsa	OK	74146	United States
Sears Home Improvement Products, Inc.	16131 Se Evelyn Street	Clackamas	OR	97015	United States
Sears Home Improvement Products, Inc.	1022 Corporate Lane, Bldg #2	Export	PA	15632	United States
Sears Home Improvement Products, Inc.	800 Calcon Hook Rd	Sharon Hill	PA	19079	United States
Sears Home Improvement Products, Inc.	2110 Commerce Dr	Cayce	SC	29033	United States
Sears Home Improvement Products, Inc.	1710 Shelby Oaks Drive	Memphis	TN	38134	United States
Sears Home Improvement Products, Inc.	5010 Linbar Drive # 125	Nashville	TN	37211	United States
Sears Home Improvement Products, Inc.	1335 Geronimo Dr	El Paso	TX	79925	United States
Sears Home Improvement Products, Inc.	10055 Regal Row	Houston	TX	77040	United States
Sears Home Improvement Products, Inc.	5696 Randolph Blvd	San Antonio	TX	78233	United States
Sears Home Improvement Products, Inc.	2027 S 4130 W	Salt Lake Cty	UT	84104	United States
Sears Home Improvement Products, Inc.	5340 S Laburnum Ave	Richmond	VA	23231	United States
Sears Home Improvement Products, Inc.	3325 S 116th St; Suite 109	Seattle/Tukwila	WA	98168	United States
Sears Home Improvement Products, Inc.	13040 W Lisbon Rd; Bldg 2 Ste 300	Brookfield	WI	53005	United States
Sears Operations Llc	3930 McCain Blvd	North Little Rock	AR	72116	United States
Sears Operations Llc	4800 N Us Highway 89	Flagstaff	AZ	86004	United States
Sears Operations Llc	6515 E Southern Ave	Mesa	AZ	85206	United States
Sears Operations Llc	5950 E Broadway Blvd	Park Mall	AZ	85711	United States
Sears Operations Llc	7611 W Thomas Rd	Phoenix-Desert Sky	AZ	85033	United States

Sears Operations Llc	3400 Gateway Blvd	Prescott	AZ	86303	United States
Sears Operations Llc	2250 El Mercado Loop	Sierra Vista	AZ	85635	United States
Sears Operations Llc	3150 S 4th Ave	Yuma	AZ	85364	United States
Sears Operations Llc	20700 S Avalon Blvd Ste 100	Carson	CA	90746	United States
Sears Operations Llc	565 Broadway	Chula Vista	CA	91910	United States
Sears Operations Llc	5900 Sunrise Mall	Citrus Hts-Sunrise	CA	95610	United States
Sears Operations Llc	575 Fletcher Pkwy	El Cajon	CA	92020	United States
Sears Operations Llc	3751 S Dogwood Ave	El Centro	CA	92243	United States
Sears Operations Llc	1420 Travis Blvd	Fairfield	CA	94533	United States
Sears Operations Llc	5901 Florin Rd	Florin	CA	95823	United States
Sears Operations Llc	3636 N Blackstone Ave	Fresno	CA	93726	United States
Sears Operations Llc	1011 W Olive Ave	Merced	CA	95348	United States
Sears Operations Llc	5080 Montclair Plz Ln	Montclair	CA	91763	United States
Sears Operations Llc	22550 Town Cir	Moreno Vly	CA	92553	United States
Sears Operations Llc	6000 Mowry Ave	Newark	CA	94560	United States
Sears Operations Llc	12121 Victory Blvd	No Hollywood	CA	91606	United States
Sears Operations Llc	9301 Tampa Ave	Northridge	CA	91324	United States
Sears Operations Llc	72-880 Hwy 111	Palm Desert	CA	92260	United States
Sears Operations Llc	5261 Arlington Ave	Riverside	CA	92504	United States
Sears Operations Llc	1191 Galleria Blvd	Roseville	CA	95678	United States
Sears Operations Llc	1700 N Main St	Salinas	CA	93906	United States
Sears Operations Llc	100 Inland Ctr	San Bernardino	CA	92408	United States
Sears Operations Llc	1178 El Camino Real	San Bruno	CA	94066	United States

Sears Operations Llc	4575 La Jolla Village Dr	San Diego-North	CA	92122	United States
Sears Operations Llc	2180 Tully Rd	San Jose-Eastridge	CA	95122	United States
Sears Operations Llc	4015 Capitola Rd	Santa Cruz	CA	95062	United States
Sears Operations Llc	200 Town Ctr E	Santa Maria	CA	93454	United States
Sears Operations Llc	302 Colorado Ave	Santa Monica	CA	90401	United States
Sears Operations Llc	40710 Winchester Rd	Temecula	CA	92591	United States
Sears Operations Llc	3295 E Main St	Ventura	CA	93003	United States
Sears Operations Llc	1209 Plz Dr	West Covina	CA	91790	United States
Sears Operations Llc	100 Westminster Mall	Westminster	CA	92683	United States
Sears Operations Llc	10785 W Colfax Ave	Lakewood	CO	80215	United States
Sears Operations Llc	850 Hartford Tnpk	Waterford	CT	06385	United States
Sears Operations Llc	1445 New Britain Ave	West Hartford	CT	06110	United States
Sears Operations Llc	451 E Altamonte Dr Ste 401	Altamonte Spg	FL	32714	United States
Sears Operations Llc	5900 Glades Rd	Boca Raton	FL	33431	United States
Sears Operations Llc	303 Us Hwy 301 Blvd W	Bradenton	FL	34205	United States
Sears Operations Llc	27001 Us 19 N Suite 8520	Clearwater	FL	33761	United States
Sears Operations Llc	1625 Nw 107th Ave	Doral(Miami)	FL	33172	United States
Sears Operations Llc	4125 Cleveland Ave Suite 88	Ft Myers	FL	33901	United States
Sears Operations Llc	6201 W Newberry Rd	Gainesville	FL	32605	United States
Sears Operations Llc	1625 W 49th St	Hialeah	FL	33012	United States
Sears Operations Llc	3800 Us Highway 98 N Ste 500	Lakeland	FL	33809	United States
Sears Operations Llc	1050 S Babcock St	Melbourne	FL	32901	United States
Sears Operations Llc	19505 Biscayne Blvd	Miami	FL	33180	United States

Sears Operations Llc	20701 Sw 112th Ave	Miami	FL	33189	United States
Sears Operations Llc	2000 9th St N	Naples	FL	34102	United States
Sears Operations Llc	3100 Sw College Rd Ste 300	Ocala	FL	34474	United States
Sears Operations Llc	733 N Highway 231	Panama City	FL	32405	United States
Sears Operations Llc	7171 N Davis Hwy	Pensacola	FL	32504	United States
Sears Operations Llc	8000 W Broward Blvd Ste 100	Plantation	FL	33388	United States
Sears Operations Llc	8201 S Tamiami Trail	Sarasota	FL	34238	United States
Sears Operations Llc	2300 Tyrone Blvd N	St Petersburg	FL	33710	United States
Sears Operations Llc	1500 Cumberland Mall Se	Atlanta	GA	30339	United States
Sears Operations Llc	7810 Abercorn St	Savannah	GA	31406	United States
Sears Operations Llc	4600 1st Ave Ne	Cedar Rapids	IA	52402	United States
Sears Operations Llc	460 N Milwaukee St	Boise	ID	83704	United States
Sears Operations Llc	1601 N Harlem Ave	Chicago	IL	60707	United States
Sears Operations Llc	4730 W Irving Park Rd	Chicago	IL	60641	United States
Sears Operations Llc	3340 Mall Loop Dr	Joliet	IL	60431	United States
Sears Operations Llc	7503 W Cermak Rd	N Riverside	IL	60546	United States
Sears Operations Llc	2 Orland Sq	Orland Park	IL	60462	United States
Sears Operations Llc	4201 Coldwater Rd	Ft Wayne	IN	46805	United States
Sears Operations Llc	9701 Metcalf Ave	Overland Pk	KS	66212	United States
Sears Operations Llc	5101 Hinkleville Rd	Paducah	KY	42001	United States
Sears Operations Llc	5715 Johnston St	Lafayette	LA	70503	United States
Sears Operations Llc	1325 Broadway	Saugus	MA	01906	United States
Sears Operations Llc	15700 Emerald Way	Bowie	MD	20716	United States

Sears Operations Llc	126 Shawan Rd	Cockeysville	MD	21030	United States
Sears Operations Llc	17318 Valley Mall Rd	Hagerstown	MD	21740	United States
Sears Operations Llc	1250 Jackson Xing I-94	Jackson	MI	49202	United States
Sears Operations Llc	2100 Southfield Rd	Lincoln Park	MI	48146	United States
Sears Operations Llc	32123 Gratiot Ave	Roseville	MI	48066	United States
Sears Operations Llc	300 W 14 Mile Rd	Troy	MI	48083	United States
Sears Operations Llc	14250 Buck Hill Rd	Burnsville	MN	55306	United States
Sears Operations Llc	3001 White Bear Ave N	Maplewood	MN	55109	United States
Sears Operations Llc	425 Rice St	St Paul	MN	55103	United States
Sears Operations Llc	1500 S Willow St	Manchester	NH	03103	United States
Sears Operations Llc	50 Fox Run Rd Ste 74	Portsmouth	NH	03801	United States
Sears Operations Llc	77 Rockingham Park Blvd	Salem	NH	03079	United States
Sears Operations Llc	1500 Highway 35	Middletown	NJ	07748	United States
Sears Operations Llc	50 Route 46	Wayne	NJ	07470	United States
Sears Operations Llc	4000 Meadow Ln	Las Vegas(Meadows)	NV	89107	United States
Sears Operations Llc	5400 Meadowood Mall Cir	Reno	NV	89502	United States
Sears Operations Llc	1425 Central Ave	Albany	NY	12205	United States
Sears Operations Llc	4155 State Rt 31	Clay	NY	13041	United States
Sears Operations Llc	4000 Jericho Tpke	East Northport	NY	11731	United States
Sears Operations Llc	195 N Broadway	Hicksville	NY	11801	United States
Sears Operations Llc	Rt 17 Expy Exit 70	Johnson City	NY	13790	United States
Sears Operations Llc	317 Greece Ridge Center Dr	Rochester-Greece	NY	14626	United States
Sears Operations Llc	200 Eastview Mall	Victor	NY	14564	United States

Sears Operations Llc	600 Lee Blvd	Yorktown Hts	NY	10598	United States
Sears Operations Llc	4100 Belden Village Mall	Canton	OH	44718	United States
Sears Operations Llc	2000 Brittain Rd	Chapel Hill	OH	44310	United States
Sears Operations Llc	2700 Miamisburg Centerville Rd	Dayton Mall	OH	45459	United States
Sears Operations Llc	7875 Johnnycake Ridge Rd	Mentor	OH	44060	United States
Sears Operations Llc	6950 W 130th St	Middleburg Hts	OH	44130	United States
Sears Operations Llc	3408 W Central Ave	Toledo	OH	43606	United States
Sears Operations Llc	4400 S Western Ave	Oklahoma City	OK	73109	United States
Sears Operations Llc	11800 Se 82nd Ave	Happy Valley	OR	97086	United States
Sears Operations Llc	Intsctn St Rd Pr 1 & Pr 156	Caguas	PR	00725	United States
Sears Operations Llc	Carolina S/C	Carolina	PR	00988	United States
Sears Operations Llc	650 Bald Hill Rd	Warwick	RI	02886	United States
Sears Operations Llc	7801 Rivers Ave	Northwoods	SC	29406	United States
Sears Operations Llc	2800 N Germantown Prkway	Cordova	TN	38133	United States
Sears Operations Llc	12625 N I-H 35	Austin	TX	78753	United States
Sears Operations Llc	201 Central Park	Central Park	TX	78216	United States
Sears Operations Llc	300 Baybrook Mall	Friendswood	TX	77546	United States
Sears Operations Llc	6301 Nw Loop 410	Ingram	TX	78238	United States
Sears Operations Llc	2501 Irving Mall	Irving	TX	75062	United States
Sears Operations Llc	303 Memorial City Mall	Memorial	TX	77024	United States
Sears Operations Llc	4000 N Shepherd Dr	Shepherd	TX	77018	United States
Sears Operations Llc	3450 W Camp Wisdom Rd	Southwest Ctr	TX	75237	United States
Sears Operations Llc	13131 Preston Rd	Valley View	TX	75240	United States

Sears Operations Llc	9570 Southwest Frwy	Westwood	TX	77074	United States
Sears Operations Llc	7453 S Plaza Center Dr	West Jordan	UT	84084	United States
Sears Operations Llc	5901 Duke St	Alexandria	VA	22304	United States
Sears Operations Llc	1401 Greenbrier Pkwy	Greenbrier	VA	23320	United States
Sears Operations Llc	12000 Fair Oaks Mall	Fairfax	VA	22033	United States
Sears Operations Llc	100 Newmarket Fair Mall	Hampton	VA	23605	United States
Sears Operations Llc	4588 Virginia Beach Blvd	Virginia Beach	VA	23462	United States
Sears Operations Llc	141 West Lee Highway	Warrenton	VA	20186	United States
Sears Operations Llc	2200-148th Ave Ne	Redmond-Overlake Pk	WA	98052	United States
Sears Operations Llc	8800 Ne Vancouver Mall Dr	Vancouver	WA	98662	United States
Sears Operations Llc	5200 S 76th St	Greendale	WI	53129	United States
Sears, Roebuck & Co.	600 S University Ave	Little Rock	AR	72205	United States
Sears, Roebuck & Co.	4121 Valley Blvd	Los Angeles	CA	90032	United States
Sears, Roebuck & Co.	8301 Flying Cloud Dr	Eden Prairie	MN	55344	United States
Sears, Roebuck & Co.	1931 N Rainbow Blvd	Las Vegas	NV	89108	United States
Sears, Roebuck & Co.	3105 Erie Blvd E	De Witt	NY	13214	United States
Sears, Roebuck & Co.	3121 Vestal Pkwy E	Vestal	NY	13851	United States
Sears, Roebuck & Co.	6300 Enterprise Park Dr; Ste A	Chattanooga	TN	37416	United States
Sears, Roebuck & Co.	3701 North Mccoll	Mcallen	TX	78503	United States
Sears, Roebuck & Co.	333 Fair St	Chehalis	WA	98531	United States
Sears, Roebuck And Co.	700 E Northern Lights Blvd	Anchorage	AK	99503	United States
Sears, Roebuck And Co.	5900 Old Seward Highway	Anchorage(Sur)	AK	99503	United States
Sears, Roebuck And Co.	3115 Airport Way	Fairbanks	AK	99709	United States

Sears, Roebuck And Co.	1000 S Seward Meridian Rd	Wasilla	AK	99654	United States
Sears, Roebuck And Co.	416 W 21St St	Anniston	AL	36201	United States
Sears, Roebuck And Co.	196 Vulcan Rd	Birmingham	AL	35209	United States
Sears, Roebuck And Co.	2500 Riverchase Galleria	Birmingham	AL	35244	United States
Sears, Roebuck And Co.	7500 Crestwood Blvd	Birmingham	AL	35210	United States
Sears, Roebuck And Co.	301 Cox Creek Pkwy	Florence	AL	35630	United States
Sears, Roebuck And Co.	1001 Rainbow Dr	Gadsden	AL	35901	United States
Sears, Roebuck And Co.	5901 University Dr Nw	Huntsville	AL	35806	United States
Sears, Roebuck And Co.	5901 University Drive Nw	Huntsville	AL	35806	United States
Sears, Roebuck And Co.	3412 Demotropolis Rd	Mobile	AL	36693	United States
Sears, Roebuck And Co.	311 Northeast Blvd	Montgomery	AL	36117	United States
Sears, Roebuck And Co.	700 Quintard Dr	Oxford	AL	36203	United States
Sears, Roebuck And Co.	207 University Mall	Tuscaloosa	AL	35404	United States
Sears, Roebuck And Co.	4201 N Shiloh Dr	Fayetteville	AR	72703	United States
Sears, Roebuck And Co.	4501 Central Ave Ste 101	Hot Springs	AR	71913	United States
Sears, Roebuck And Co.	1901 S Caraway Rd	Jonesboro	AR	72401	United States
Sears, Roebuck And Co.	600 S University Ave	Little Rock	AR	72205	United States
Sears, Roebuck And Co.	3930 McCain Blvd	N Little Rock	AR	72116	United States
Sears, Roebuck And Co.	3175 W Chandler Vlg Dr	Chandler	AZ	85226	United States
Sears, Roebuck And Co.	3177 Chandler Village Dr	Chandler	AZ	85226	United States
Sears, Roebuck And Co.	4800 N Us Highway 89	Flagstaff	AZ	86004	United States
Sears, Roebuck And Co.	7780 W Arrowhead Towne Ctr	Glendale	AZ	85308	United States
Sears, Roebuck And Co.	7785 Arrowhead Center	Glendale	AZ	85308	United States

Sears, Roebuck And Co.	6343 E Southern Ave	Mesa	AZ	85206	United States
Sears, Roebuck And Co.	952 E Baseline Rd; Ste 111	Mesa	AZ	85204	United States
Sears, Roebuck And Co.	4604 E Cactus Rd	Paradise Vly	AZ	85032	United States
Sears, Roebuck And Co.	12820 N Tatum Blvd/Paradise VI	Phoenix	AZ	85032	United States
Sears, Roebuck And Co.	1717 E Mcdowell Rd	Phoenix	AZ	85006	United States
Sears, Roebuck And Co.	Westridge Sc--7611 W Thomas Rd	Phoenix	AZ	85075	United States
Sears, Roebuck And Co.	3400 Gateway Blvd	Prescott	AZ	86303	United States
Sears, Roebuck And Co.	15500 Greenway- Hayden Loop	Scottsdale - Showroom	AZ	85260	United States
Sears, Roebuck And Co.	2250 El Mercado Loop	Sierra Vista	AZ	85635	United States
Sears, Roebuck And Co.	8440 S Hardy Dr	Tempe	AZ	85284	United States
Sears, Roebuck And Co.	4570 N Oracle Rd	Tucson	AZ	85705	United States
Sears, Roebuck And Co.	5950 E Broadway	Tucson	AZ	85711	United States
Sears, Roebuck And Co.	3850 W. Orange Grove Road	Tucson (Marana) - Showroom	AZ	85741	United States
Sears, Roebuck And Co.	3150 S 4Th Ave	Yuma	AZ	85364	United States
Sears, Roebuck And Co.	2600 County E MI- Somersville Rd	Antioch	CA	94509	United States
Sears, Roebuck And Co.	2600 Somersville Rd	Antioch	CA	94509	United States
Sears, Roebuck And Co.	1601 Arden Way	Arden	CA	95815	United States
Sears, Roebuck And Co.	3001 Ming Ave	Bakersfield	CA	93304	United States
Sears, Roebuck And Co.	3755 Santa Rosalia Dr	Baldwin Hills	CA	90008	United States
Sears, Roebuck And Co.	2650 E Olympic Blvd	Boyle	CA	90023	United States
Sears, Roebuck And Co.	8150 La Palma Ave	Buena Park	CA	90620	United States
Sears, Roebuck And Co.	8150 La Palma Ave/Buena Pk MI	Buena Park	CA	90620	United States
Sears, Roebuck And Co.	111 E Magnolia Blvd	Burbank	CA	91502	United States

Sears, Roebuck And Co.	2561 El Camino Real	Carlsbad	CA	92008	United States
Sears, Roebuck And Co.	100 Los Cerritos Mall	Cerritos	CA	90703	United States
Sears, Roebuck And Co.	1982 E 20Th St	Chico	CA	95928	United States
Sears, Roebuck And Co.	565 Broadway	Chula Vista	CA	91910	United States
Sears, Roebuck And Co.	5900 Sunrise Mall	Citrus Hts	CA	95610	United States
Sears, Roebuck And Co.	1140 Shaw Ave	Clovis	CA	93612	United States
Sears, Roebuck And Co.	1001 Sunvalley Blvd	Concord	CA	94520	United States
Sears, Roebuck And Co.	1001 Willowpass Rd	Concord	CA	94520	United States
Sears, Roebuck And Co.	2260 Commerce Ave Ste E	Concord-Mcphails Showroom	CA	94520	United States
Sears, Roebuck And Co.	3333 Bristol St	Costa Mesa	CA	92626	United States
Sears, Roebuck And Co.	754 E Arrow Hwy; Ste A	Covina	CA	91724	United States
Sears, Roebuck And Co.	600 Stonewood	Downey	CA	90241	United States
Sears, Roebuck And Co.	1406 North Johnson Ave	El Cajon	CA	92020	United States
Sears, Roebuck And Co.	575 Fletcher Pkwy	El Cajon	CA	92020	United States
Sears, Roebuck And Co.	603 E Danenberg Dr	El Centro	CA	92243	United States
Sears, Roebuck And Co.	210 E Via Rancho Pkwy	Escondido	CA	92025	United States
Sears, Roebuck And Co.	3300 Broadway	Eureka	CA	95501	United States
Sears, Roebuck And Co.	3300 Broadway - Bayshore Mall	Eureka	CA	95501	United States
Sears, Roebuck And Co.	1495 Gateway Blvd	Fairfield	CA	94533	United States
Sears, Roebuck And Co.	14650 Miller Ave	Fontana	CA	92336	United States
Sears, Roebuck And Co.	1906 E Garland Ave	Fresno	CA	93726	United States
Sears, Roebuck And Co.	1922 N HELM AVE	Fresno	CA	93727	United States
Sears, Roebuck And Co.	211 W California St	Glendale	CA	91203	United States

Sears, Roebuck And Co.	236 N Central Ave	Glendale	CA	91203	United States
Sears, Roebuck And Co.	Hanford Mall - 1545 Mall Drive	Hanford	CA	93230	United States
Sears, Roebuck And Co.	660 W Winton Ave	Hayward	CA	94545	United States
Sears, Roebuck And Co.	662 W Winton Ave	Hayward	CA	94545	United States
Sears, Roebuck And Co.	2200 W Florida Ave	Hemet	CA	92545	United States
Sears, Roebuck And Co.	5436 Woodruff Ave	Lakewood	CA	90713	United States
Sears, Roebuck And Co.	2100 N Bellflower Blvd	Long Beach	CA	90815	United States
Sears, Roebuck And Co.	Baldwin Hls-3755 Santa Rosalia	Los Angeles	CA	90008	United States
Sears, Roebuck And Co.	4326 Forcum Ave	Mcclellan	CA	95652	United States
Sears, Roebuck And Co.	31381 POND ROAD	Mcfarland	CA	93250	United States
Sears, Roebuck And Co.	11385 Venture Dr; Bldg A	Mira Loma(Jurupa VI)	CA	91752	United States
Sears, Roebuck And Co.	100 Vintage Faire Mall	Modesto	CA	95356	United States
Sears, Roebuck And Co.	5080 E Montclair Plz Ln	Montclair	CA	91763	United States
Sears, Roebuck And Co.	1401 N Montebello Blvd	Montebello	CA	90640	United States
Sears, Roebuck And Co.	Moreno Vly Mall- 22560 Town Cir	Moreno Valley	CA	92553	United States
Sears, Roebuck And Co.	6000 Mowry Ave	Newark	CA	94560	United States
Sears, Roebuck And Co.	13007 Sherman Way	No Hollywood	CA	91605	United States
Sears, Roebuck And Co.	1000 Northridge Fashion Ctr	Northridge	CA	91324	United States
Sears, Roebuck And Co.	5540 Winfield Blvd	Oak Ridge	CA	95123	United States
Sears, Roebuck And Co.	2530 S Euclid Ave	Ontario	CA	91762	United States
Sears, Roebuck And Co.	2100 N Tustin St	Orange	CA	92865	United States
Sears, Roebuck And Co.	44430 TOWN CENTER WAY	Palm Desert	CA	92260	United States
Sears, Roebuck And Co.	1453 W Avenue P	Palmdale	CA	93551	United States

Sears, Roebuck And Co.	3801 E Foothill Blvd	Pasadena	CA	91107	United States
Sears, Roebuck And Co.	1700 Stoneridge Dr	Pleasanton	CA	94588	United States
Sears, Roebuck And Co.	Foothill Crossing	Rancho Cucamo	CA	91739	United States
Sears, Roebuck And Co.	1403 Hilltop Dr	Redding	CA	96003	United States
Sears, Roebuck And Co.	4485 Catapiller Road	Redding	CA	96003	United States
Sears, Roebuck And Co.	900 Island Drive; Suite 150	Redwood City	CA	94065	United States
Sears, Roebuck And Co.	2300 Hilltop Mall Rd	Richmond	CA	94806	United States
Sears, Roebuck And Co.	5265 Arlington Ave	Riverside	CA	92504	United States
Sears, Roebuck And Co.	1161 Galleria Blvd	Roseville	CA	95678	United States
Sears, Roebuck And Co.	5901 Florin Rd	Sacramento	CA	95823	United States
Sears, Roebuck And Co.	1100 Northridge Mall	Salinas	CA	93906	United States
Sears, Roebuck And Co.	12080 Carmel Mtn Rd	San Diego	Ca	92128	United States
Sears, Roebuck And Co.	4575 La Jolla Village Dr	San Diego	CA	92122	United States
Sears, Roebuck And Co.	1202 S Sixth St	San Jose	CA	95112	United States
Sears, Roebuck And Co.	2180 Tulley Rd	San Jose	CA	95122	United States
Sears, Roebuck And Co.	877 Blossom Hill Rd	San Jose	CA	95123	United States
Sears, Roebuck And Co.	273 Madonna Rd	San Luis Obispo	CA	93405	United States
Sears, Roebuck And Co.	9000 Northgate Mall	San Rafael	CA	94903	United States
Sears, Roebuck And Co.	4330 Camino De La Plaza	San Ysidro	CA	92173	United States
Sears, Roebuck And Co.	400 W Warner Ave	Santa Ana	CA	92707	United States
Sears, Roebuck And Co.	3845 State St	Santa Barbara	CA	93105	United States
Sears, Roebuck And Co.	24137 Valencia Blvd	Santa Clarita	CA	91355	United States
Sears, Roebuck and Co.	4015 Capitola Rd	Santa Cruz	CA	95062	United States

Sears, Roebuck and Co.	Town Ctr MI--200 Town Ctr East	Santa Maria	CA	93454	United States
Sears, Roebuck and Co.	100 Santa Rosa Plz	Santa Rosa	CA	95401	United States
Sears, Roebuck and Co.	100 Santa Rose Plz	Santa Rosa	CA	95401	United States
Sears, Roebuck and Co.	101 Inland Ctr Dr	Sn Bernardino	CA	92408	United States
Sears, Roebuck and Co.	595 S "G" St	Sn Bernardino	CA	92410	United States
Sears, Roebuck and Co.	1310 Roundhouse Ave	Sn Luis Obspo	CA	93401	United States
Sears, Roebuck and Co.	935 Sweetwater Rd	Spring Valley	CA	91977	United States
Sears, Roebuck and Co.	5110 Pacific Ave	Stockton	CA	95207	United States
Sears, Roebuck and Co.	40680 Winchester Rd(Promenade)	Temecula	CA	92591	United States
Sears, Roebuck and Co.	22100 Hawthorn Blvd	Torrance	CA	90503	United States
Sears, Roebuck and Co.	22100 Hawthorne Blvd	Torrance	CA	90503	United States
Sears, Roebuck and Co.	3350 Naglee Rd	Tracy	CA	95304	United States
Sears, Roebuck and Co.	3350 S Naglee Rd	Tracy	CA	95376	United States
Sears, Roebuck and Co.	Buenaventura MI- 3310 Telegraph	Ventura	CA	93003	United States
Sears, Roebuck and Co.	5525 S. Soto Street	Vernon	CA	90058	United States
Sears, Roebuck and Co.	13695 Mariposa Rd	Victorville	CA	92395	United States
Sears, Roebuck and Co.	14420 Bear Valley Rd	Victorville	CA	92392	United States
Sears, Roebuck and Co.	Victor Vly---14420 Bear Vly Rd	Victorville	CA	92392	United States
Sears, Roebuck and Co.	610 S Sunset Ave	West Covina	CA	91790	United States
Sears, Roebuck and Co.	8407 FALLBROOK AVE	West Hills	CA	91304	United States
Sears, Roebuck and Co.	15600 Whittwood Ln	Whittier	CA	90603	United States
Sears, Roebuck and Co.	1235 Colusa Ave	Yuba City	CA	95991	United States
Sears, Roebuck and Co.	14200 E Alameda Ave	Aurora	CO	80012	United States

Sears, Roebuck and Co.	7001 S University Blvd	Centennial	CO	80122	United States
Sears, Roebuck and Co.	1650 Briargate Blvd	Colorado Spgs	CO	80920	United States
Sears, Roebuck and Co.	2050 Southgate Rd	Colorado Spgs	CO	80906	United States
Sears, Roebuck and Co.	205 E Foothills Pkwy	Ft Collins	CO	80525	United States
Sears, Roebuck and Co.	2422 F Rd	Grand Jct	CO	81505	United States
Sears, Roebuck and Co.	2424 Hwy 6&50 -100 Mesa Mall	Grand Jct	CO	81505	United States
Sears, Roebuck and Co.	100 Mesa Mall	Grand Junction	CO	81505	United States
Sears, Roebuck and Co.	8501 W Bowles Ave	Littleton	CO	80123	United States
Sears, Roebuck and Co.	8585 S Yosemite St	Lone Tree	CO	80124	United States
Sears, Roebuck and Co.	930 E 104Th Ave	Northglenn	CO	80233	United States
Sears, Roebuck and Co.	3201 Dillon Dr	Pueblo	CO	81008	United States
Sears, Roebuck and Co.	16395 Washington St	Thornton	CO	80020	United States
Sears, Roebuck and Co.	7 Backus Ave (Ex 3 Rt 84)	Danbury	CT	06810	United States
Sears, Roebuck and Co.	7 Backus Ave Danbury Fair Mall	Danbury	CT	06810	United States
Sears, Roebuck and Co.	104 Elm St	Enfield	CT	06082	United States
Sears, Roebuck and Co.	190 Buckland Hills Dr	Manchester	CT	06040	United States
Sears, Roebuck and Co.	470 Lewis Ave	Meriden	CT	06451	United States
Sears, Roebuck and Co.	1201 Boston Post Rd Sp 2095	Milford	CT	06460	United States
Sears, Roebuck and Co.	Westfield. 1201 Boston Post/Conn Pt 2095	Milford	CT	06460	United States
Sears, Roebuck and Co.	705 Bridgeport Ave	Shelton	CT	06484	United States
Sears, Roebuck and Co.	375 Union St	Waterbury	CT	06706	United States
Sears, Roebuck and Co.	850 Hartford Tpk/Crystal Mall	Waterford	CT	06385	United States
Sears, Roebuck and Co.	1445 New Britain Ave	West Hartford	CT	06110	United States

Sears, Roebuck and Co.	190 Frontage Rd	West Haven	CT	06516	United States
Sears, Roebuck and Co.	1000 Dover Mall/Rte 13	Dover	DE	19901	United States
Sears, Roebuck and Co.	500 Eagle Run Rd	Newark	DE	19702	United States
Sears, Roebuck and Co.	4737 Concord Pike	Wilmington	DE	19803	United States
Sears, Roebuck and Co.	451 E Altamonte Dr Ste 401	Altamonte Spg	FL	32701	United States
Sears, Roebuck and Co.	5900 Glades Rd	Boca Raton	FL	33431	United States
Sears, Roebuck and Co.	801 N Congress Ave	Boynton Beach	FL	33426	United States
Sears, Roebuck and Co.	801 N Congress Ave	Boynton Beach	FL	33426	United States
Sears, Roebuck and Co.	805 N Congress Ave	Boynton Beach	FL	33426	United States
Sears, Roebuck and Co.	303 Us Hwy 301 Blvd W	Bradenton	FL	34205	United States
Sears, Roebuck and Co.	686 Brandon Town Center Mall	Brandon	FL	33511	United States
Sears, Roebuck and Co.	686 Brandon Town Ctr	Brandon	FL	33511	United States
Sears, Roebuck and Co.	13085 Cortez Blvd	Brooksville	FL	34613	United States
Sears, Roebuck and Co.	3655 Sw 22Nd St	Coral Gables	FL	33145	United States
Sears, Roebuck and Co.	9565 W Atlantic Blvd	Coral Springs	FL	33071	United States
Sears, Roebuck and Co.	1700 W Intl Speedway Blvd	Daytona Beach	FL	32114	United States
Sears, Roebuck and Co.	1625 Nw 107Th Ave	Doral(Miami)	FL	33172	United States
Sears, Roebuck and Co.	15271-33 McGregor Blvd	Fort Myers	FL	33908	United States
Sears, Roebuck and Co.	532 E Sunrise Blvd	Ft Lauderdale	FL	33304	United States
Sears, Roebuck and Co.	901 N Federal Hwy	Ft Lauderdale	FL	33304	United States
Sears, Roebuck and Co.	10898 Metro Parkway	Ft Myers	FL	33966	United States
Sears, Roebuck and Co.	4003 Cleveland Ave	Ft Myers	FL	33901	United States
Sears, Roebuck and Co.	6201 Newberry Rd	Gainesville	FL	32605	United States

Sears, Roebuck and Co.	1615 W 49Th St- Westland Mall	Hialeah	FL	33012	United States
Sears, Roebuck and Co.	5750 NW 183RD ST	Hialeah	FL	33015	United States
Sears, Roebuck and Co.	5890 Nw 173Rd Drive	Hialeah	FL	33015	United States
Sears, Roebuck and Co.	10302 Southside-The Avenue MI	Jacksonville	FL	32256	United States
Sears, Roebuck and Co.	3555-1 St Johns Bluff Road S	Jacksonville	FL	32224	United States
Sears, Roebuck and Co.	3342 Nw Federal Hwy Us 1	Jensen Bch(Stuart)	FL	34957	United States
Sears, Roebuck and Co.	3342 Nw Federal Hwy	Jensen Beach	FL	34957	United States
Sears, Roebuck and Co.	3200 N Roosevelt Blvd	Key West	FL	33040	United States
Sears, Roebuck and Co.	3200 Lake Emma Rd; Suite 1020	Lake Mary	FL	32746	United States
Sears, Roebuck and Co.	29 Eagle Ridge Dr	Lake Wales	FL	33859	United States
Sears, Roebuck and Co.	301 Eagle Ridge Dr	Lake Wales	FL	33859	United States
Sears, Roebuck and Co.	3800 N Rd 98 Ste 500	Lakeland	FL	33809	United States
Sears, Roebuck and Co.	4717 S Florida Ave	Lakeland	FL	33813	United States
Sears, Roebuck and Co.	10401 Us Highway 441 Ste 2002	Leesburg	FL	34788	United States
Sears, Roebuck and Co.	10401-2002 Highway 441	Leesburg	FL	34788	United States
Sears, Roebuck and Co.	300 Mary Esther Blvd	Mary Esther	FL	32569	United States
Sears, Roebuck and Co.	777 E Merritt Island Cswy #300	Merritt Is	FL	32952	United States
Sears, Roebuck and Co.	777 E Merritt Island Cswy	Merritt Island	FL	32952	United States
Sears, Roebuck and Co.	19505 Biscayne Blvd	Miami	FL	33180	United States
Sears, Roebuck and Co.	20701 Sw 112 Ave	Miami	FL	33189	United States
Sears, Roebuck and Co.	3301 Nw 107Th Ave	Miami	FL	33178	United States
Sears, Roebuck and Co.	2000 9Th St N	Naples	FL	34102	United States
Sears, Roebuck and Co.	3100 Sw College Rd Ste 300	Ocala	FL	34474	United States

Sears, Roebuck and Co.	1910 Wells Rd	Orange Pk	FL	32073	United States
Sears, Roebuck and Co.	8001 S Orange Blossom Trl	Orlando	FL	32809	United States
Sears, Roebuck and Co.	1360 Oviedo Blvd	Oviedo	FL	32765	United States
Sears, Roebuck and Co.	1370 Oviedo Marketplace Blvd	Oviedo	FL	32765	United States
Sears, Roebuck and Co.	3101 Pga Blvd/Gardens Mall	Palm Bch Gdns	FL	33410	United States
Sears, Roebuck and Co.	3101 Pga Blvd	Palm Beach Gardens	FL	33410	United States
Sears, Roebuck and Co.	731 Hwy 231	Panama City	FL	32405	United States
Sears, Roebuck and Co.	12055 Pines Blvd	Pembroke Pines	FL	33026	United States
Sears, Roebuck and Co.	7171 N Davis Hwy	Pensacola	FL	32504	United States
Sears, Roebuck and Co.	7801 Sears Blvd	Pensacola	FL	32514	United States
Sears, Roebuck and Co.	8000 W Broward Blvd Ste 100	Plantation	FL	33388	United States
Sears, Roebuck and Co.	2251 N Federal Hwy	Pompano Beach	FL	33062	United States
Sears, Roebuck and Co.	1742 W. Atlantic Blvd	Pompano Beach -Showroom	FL	33069	United States
Sears, Roebuck and Co.	1441 Tamiami-Town Ctr MI #801	Port Charlotte	FL	33948	United States
Sears, Roebuck and Co.	1441 Tamiami Trl	Port Charlotte	FL	33948	United States
Sears, Roebuck and Co.	9409 Us Highway 19 N Ste 101	Port Richey	FL	34668	United States
Sears, Roebuck and Co.	8201 S Tamiami Trl	Sarasota	FL	34238	United States
Sears, Roebuck and Co.	2300 Tyrone Blvd N	St Petersburg	FL	33710	United States
Sears, Roebuck and Co.	4600 Park St N	St. Petersburg	FL	33709	United States
Sears, Roebuck and Co.	1500 Apalachee Pkwy	Tallahassee	FL	32301	United States
Sears, Roebuck and Co.	2266 University Sq Mall	Tampa	FL	33612	United States
Sears, Roebuck and Co.	599 Westshore Plz Mall	Tampa	FL	33609	United States
Sears, Roebuck and Co.	7902 Citrus Park Drive	Tampa	FL	33625	United States

Sears, Roebuck and Co.	347 Westshore Plz	Tampa	FL	33609	United States
Sears, Roebuck and Co.	2266 University Square Mall	Tampa-University	FL	33612	United States
Sears, Roebuck and Co.	10302 Southside Blvd	The Avenues	FL	32256	United States
Sears, Roebuck and Co.	3550 S Washington Ave	Titusville	FL	32780	United States
Sears, Roebuck and Co.	6200 20Th St Suite 300	Vero Beach	FL	32966	United States
Sears, Roebuck and Co.	6200 20Th St Ste 300	Vero Beach	FL	32966	United States
Sears, Roebuck and Co.	2601 Dawson Rd	Albany	GA	31708	United States
Sears, Roebuck and Co.	3700 Atlanta Hwy-Georgia Sq MI	Athens	GA	30606	United States
Sears, Roebuck and Co.	2201 Henderson Mill Rd	Atlanta	GA	30345	United States
Sears, Roebuck and Co.	2940 Cobb Pkwy-Cumberland Mall	Atlanta	GA	30339	United States
Sears, Roebuck and Co.	2417 Regency Blvd Ste 6	Augusta	GA	30904	United States
Sears, Roebuck and Co.	3450B Wrightsboro Rd	Augusta	GA	30909	United States
Sears, Roebuck and Co.	100 Mall Blvd Ste 300	Brunswick	GA	31525	United States
Sears, Roebuck and Co.	2511 Sullivan Rd	College Park	GA	30337	United States
Sears, Roebuck and Co.	5555 Whittlesey Blvd Ste 3000	Columbus	GA	31909	United States
Sears, Roebuck and Co.	2150 E Walnut Ave	Dalton	GA	30721	United States
Sears, Roebuck and Co.	2150 E Walnut Ave Spc 50	Dalton	GA	30721	United States
Sears, Roebuck and Co.	Arbor PI MI- 6550 Douglas Blvd	Douglasville	GA	30135	United States
Sears, Roebuck and Co.	150 Pearl Nix Pkwy	Gainesville	GA	30501	United States
Sears, Roebuck and Co.	400 Ernest Barrett Pkwy	Kennesaw	GA	30144	United States
Sears, Roebuck and Co.	7810 Abercorn St	Savannah	GA	31406	United States
Sears, Roebuck and Co.	4897 Lewis Dr; Suites A-K	Stone Mountn	GA	30083	United States
Sears, Roebuck and Co.	2301 Mountain Industrial Blvd; Suite B	Tucker	GA	30084	United States

Sears, Roebuck and Co.	4616 Hugh Howell Rd	Tucker	GA	30084	United States
Sears, Roebuck and Co.	1709 Baytree Rd	Valdosta	GA	31602	United States
Sears, Roebuck and Co.	98-180 Kamehameha Hwy	Aiea	HI	96701	United States
Sears, Roebuck and Co.	111 E Puainako St	Hilo	HI	96720	United States
Sears, Roebuck and Co.	50 Pohaku St	Hilo	HI	96720	United States
Sears, Roebuck and Co.	2886 Paa St	Honolulu	HI	96819	United States
Sears, Roebuck and Co.	142 Alamaha St	Kahului	HI	96732	United States
Sears, Roebuck and Co.	275 Kaahamanu Ave	Kahului	HI	96732	United States
Sears, Roebuck and Co.	275 Kaahumanu Ave Ste 1000	Kahului Maui(Sur)	HI	96732	United States
Sears, Roebuck and Co.	46-056 Kamehameha Hwy	Kaneohe	HI	96744	United States
Sears, Roebuck and Co.	94 - 825 Luminina Street	Waipahu	HI	96797	United States
Sears, Roebuck and Co.	4600 First Ave Ne	Cedar Rapids	IA	52402	United States
Sears, Roebuck and Co.	4302 Brady St North Park Mall	Davenport	IA	52806	United States
Sears, Roebuck and Co.	1111 SE ARMY POST RD	Des Moines	IA	50315	United States
Sears, Roebuck and Co.	4000 Merle Hay Rd	Des Moines	IA	50310	United States
Sears, Roebuck and Co.	Merle Hay MI-4000 Merle Hay Rd	Des Moines	IA	50310	United States
Sears, Roebuck and Co.	4480 Sergeant-Southern Hls MI	Sioux City	IA	51106	United States
Sears, Roebuck and Co.	7100 Westown Parkway	W Des Moines	IA	50266	United States
Sears, Roebuck and Co.	1003 73Rd St	Windsor Hgts	IA	50324	United States
Sears, Roebuck and Co.	460 N Milwaukee St	Boise	ID	83704	United States
Sears, Roebuck and Co.	460 N Milwaukee St	Boise	ID	83704	United States
Sears, Roebuck and Co.	4145 Yellowstone Hwy	Chubbuck	ID	83202	United States
Sears, Roebuck and Co.	2300 E 17Th St	Idaho Falls	ID	83404	United States

Sears, Roebuck and Co.	Magic Vly MI-1543 Pole Ln Rd E	Twin Falls	ID	83301	United States
Sears, Roebuck and Co.	4020 Fox Valley Center Dr	Aurora	IL	60504	United States
Sears, Roebuck and Co.	7412 S Cicero Ave	Bedford Park(Ford City)	IL	60629	United States
Sears, Roebuck and Co.	653 Carlyle Ave	Belleville	IL	62221	United States
Sears, Roebuck and Co.	#5 Stratford Sq	Bloomington	IL	60108	United States
Sears, Roebuck and Co.	1631 E Empire St	Bloomington	IL	61701	United States
Sears, Roebuck and Co.	Northfield Sq-1600 State Rd 50	Bourbonnais	IL	60914	United States
Sears, Roebuck and Co.	7310 W 87Th St	Bridgeview	IL	60455	United States
Sears, Roebuck and Co.	1334 E 79Th St	Chicago	IL	60619	United States
Sears, Roebuck and Co.	1800 W Lawrence Ave	Chicago	IL	60640	United States
Sears, Roebuck and Co.	2 N State St	Chicago	IL	60602	United States
Sears, Roebuck and Co.	4035 N Cicero Ave	Chicago	IL	60641	United States
Sears, Roebuck and Co.	Chgo Rdg Mall-6501 W 95Th St	Chicago Ridge	IL	60415	United States
Sears, Roebuck and Co.	The Great Indoors	Deerfield	IL	60015	United States
Sears, Roebuck and Co.	2170 Point Blvd Ste 500	Elgin	IL	60123	United States
Sears, Roebuck and Co.	2428-2432 Bath Road	Elgin	IL	60124	United States
Sears, Roebuck and Co.	1500 Higgins Rd	Elk Grove Village	IL	60007	United States
Sears, Roebuck and Co.	1630 N Harlem Ave	Elmwood Park	IL	60707	United States
Sears, Roebuck and Co.	235 Saint Clair Sq	Fairview Hts	IL	62208	United States
Sears, Roebuck and Co.	317 Lincoln Hwy	Fairview Hts	IL	62208	United States
Sears, Roebuck and Co.	3333 Beverly Road	Hoffman Est	IL	60179	United States
Sears, Roebuck and Co.	5334 Sears Parkway	Hoffman Est	IL	60179	United States
Sears, Roebuck and Co.	3333 Beverly Rd	Hoffman Estates	IL	60179	United States

Sears, Roebuck and Co.	2 Louis MI Loop-3340 Mall Loop	Joliet	IL	60435	United States
Sears, Roebuck and Co.	Morton Arboretum, 4100 Illinois Route 53	Lisle	IL	60532	United States
Sears, Roebuck and Co.	4605 W Lincoln Hwy	Matteson	IL	60443	United States
Sears, Roebuck and Co.	400 Golf Mill Ctr	Niles	IL	60714	United States
Sears, Roebuck and Co.	9411 Greenwood Ave	Niles	IL	60714	United States
Sears, Roebuck and Co.	7503 W Cermak Rd	No Riverside	IL	60546	United States
Sears, Roebuck and Co.	2 Oakbrook Center Mall	Oak Brook	IL	60523	United States
Sears, Roebuck and Co.	2 Oakbrook Ctr	Oakbrook	IL	60523	United States
Sears, Roebuck and Co.	#2 Orland Sq Mall	Orland Park	IL	60462	United States
Sears, Roebuck and Co.	2200 W War Memorial Dr	Peoria	IL	61613	United States
Sears, Roebuck and Co.	7200 Harrison Ave	Rockford	IL	61112	United States
Sears, Roebuck and Co.	1321 E Golf Rd	Schaumburg	IL	60173	United States
Sears, Roebuck and Co.	2 Woodfield Mall	Schaumburg	IL	60173	United States
Sears, Roebuck and Co.	890 Perimeter Dr	Schaumburg	IL	60173	United States
Sears, Roebuck and Co.	5000 Spring Hill Mall	West Dundee	IL	60118	United States
Sears, Roebuck and Co.	823 E Hwy 131 Green Tree Mall	Clarksville	IN	47129	United States
Sears, Roebuck and Co.	333 N Plaza East Blvd	Evansville	IN	47715	United States
Sears, Roebuck and Co.	6420 Wilson Dr	Fort Wayne	IN	46806	United States
Sears, Roebuck and Co.	4201 Coldwater Rd	Ft Wayne	IN	46805	United States
Sears, Roebuck and Co.	1251 Us Highway 31 N	Greenwood	IN	46142	United States
Sears, Roebuck and Co.	7286 E 86Th St	Indianapolis	IN	46250	United States
Sears, Roebuck and Co.	1235 S Reed Rd	Kokomo	IN	46902	United States
Sears, Roebuck and Co.	1235 S Reed Rd-Markland Mall	Kokomo	IN	46902	United States

Sears, Roebuck and Co.	2415 Sagamore S-Tippecanoe MI	Lafayette	IN	47905	United States
Sears, Roebuck and Co.	2300 Southlake Mall	Merrillville	IN	46410	United States
Sears, Roebuck and Co.	Marquette Sc-3901 S Franklin St	Michigan City	IN	46360	United States
Sears, Roebuck and Co.	6501 Grape Rd-University Pk MI	Mishawaka	IN	46545	United States
Sears, Roebuck and Co.	40 Muncie Mall	Muncie	IN	47303	United States
Sears, Roebuck and Co.	120 Us Highway 41	Schererville	IN	46375	United States
Sears, Roebuck and Co.	630 East Bronson Street	South Bend	IN	46601	United States
Sears, Roebuck and Co.	3401 S Us Highway 41	Terre Haute	IN	47802	United States
Sears, Roebuck and Co.	3401 Us 41 S/Honey Creek Sq	Terre Haute	IN	47802	United States
Sears, Roebuck and Co.	14804 117TH STREET	Olathe	KS	66062	United States
Sears, Roebuck and Co.	9000 Nieman Road	Overland Park	KS	66214	United States
Sears, Roebuck and Co.	9701 Metcalf Ave	Overland Park	KS	66212	United States
Sears, Roebuck and Co.	175 Central Mall	Salina	KS	67401	United States
Sears, Roebuck and Co.	2259 S 9Th St	Salina	KS	67401	United States
Sears, Roebuck and Co.	2100 SW WESTPORT DR	Topeka	KS	66614	United States
Sears, Roebuck and Co.	7700 E Kellogg Dr	Wichita	KS	67207	United States
Sears, Roebuck and Co.	2625 Scottsville Rd	Bowling Green	KY	42104	United States
Sears, Roebuck and Co.	2625 Scottsville-Greenwood MI	Bowling Green	KY	42104	United States
Sears, Roebuck and Co.	1704 N Towne Mall	Elizabethtown	KY	42701	United States
Sears, Roebuck and Co.	3000 Mall Rd/Florence Mall	Florence	KY	41042	United States
Sears, Roebuck and Co.	7900 Shelbyville Rd-Oxmoor Ctr	Louisville	KY	40222	United States
Sears, Roebuck and Co.	Jeffersn MI-4807 Outer Loop Dr	Louisville	KY	40219	United States
Sears, Roebuck and Co.	7900 Shelbyville Rd	Louisville-Oxmoor	KY	40222	United States

Sears, Roebuck and Co.	5101 Hinklevle Rd- 100 Ky Oaks	Paducah	KY	42001	United States
Sears, Roebuck and Co.	6551 Bluebonnet Blvd	Baton Rouge	LA	70809	United States
Sears, Roebuck and Co.	197-5 Westbank Expwy	Gretna	LA	70053	United States
Sears, Roebuck and Co.	2000 Sw Railroad Ave	Hammond	LA	70403	United States
Sears, Roebuck and Co.	2000 Sw Railroad- Hammond Sq MI	Hammond	LA	70403	United States
Sears, Roebuck and Co.	6011 W Park Ave	Houma	LA	70364	United States
Sears, Roebuck and Co.	5715 Johnston St	Lafayette	LA	70503	United States
Sears, Roebuck and Co.	4400 Veterans Memorial Blvd	Metairie	LA	70006	United States
Sears, Roebuck and Co.	233 E Pershing	Scott	LA	70560	United States
Sears, Roebuck and Co.	3595 Southern Ave	Shreveport	LA	71104	United States
Sears, Roebuck and Co.	385 Southbridge St	Auburn	MA	01501	United States
Sears, Roebuck and Co.	387 Southbridge St	Auburn	MA	01501	United States
Sears, Roebuck and Co.	250 Granite St	Braintree	MA	02184	United States
Sears, Roebuck and Co.	200 Westgate Dr	Brockton	MA	02301	United States
Sears, Roebuck and Co.	1100 Middlesex Turnpike	Burlington	MA	01803	United States
Sears, Roebuck and Co.	290 Providence Hwy	Dedham	MA	02026	United States
Sears, Roebuck and Co.	300 Providence Hwy	Dedham	MA	02026	United States
Sears, Roebuck and Co.	1775 Washington St	Hanover	MA	02339	United States
Sears, Roebuck and Co.	Hanover Mal/1775 Washington St	Hanover	MA	02339	United States
Sears, Roebuck and Co.	50 Holyoke St	Holyoke	MA	01040	United States
Sears, Roebuck and Co.	86 Lower Westfield- Ingelside M	Holyoke	MA	01040	United States
Sears, Roebuck and Co.	793 Lyannough Road Rte 132	Hyannis	MA	02601	United States
Sears, Roebuck and Co.	Rt 132 Cape Cod Mall	Hyannis	MA	02601	United States

Sears, Roebuck and Co.	Berkshire Mall-Route 8	Lanesboro	MA	01237	United States
Sears, Roebuck and Co.	100 Commercial Rd	Leominster	MA	01453	United States
Sears, Roebuck and Co.	521 Lynch Blvd	Marlborough	MA	01752	United States
Sears, Roebuck and Co.	1009 S Washington St	N Attleboro	MA	02760	United States
Sears, Roebuck and Co.	100 N Dartmouth Mall	N Dartmouth	MA	02747	United States
Sears, Roebuck and Co.	1235 Worcester Rd & Speen St	Natick	MA	01760	United States
Sears, Roebuck and Co.	Rts 114 & 128 - Northshore Mall	Peabody	MA	01960	United States
Sears, Roebuck and Co.	1525 Boston Rd	Springfield	MA	01129	United States
Sears, Roebuck and Co.	8 Galleria Mall Dr	Taunton	MA	02780	United States
Sears, Roebuck and Co.	10 Main St	Tewksbury	MA	01876	United States
Sears, Roebuck and Co.	1040 Annapolis Mall	Annapolis	MD	21401	United States
Sears, Roebuck and Co.	6901 Security Blvd	Baltimore	MD	21207	United States
SEARS, ROEBUCK AND CO.	8200 Belair Rd	Baltimore	MD	21236	United States
Sears, Roebuck and Co.	6901 Security Sq Blvd	Baltimore-West	MD	21244	United States
Sears, Roebuck and Co.	658 Baltimore Pike	Bel Air	MD	21014	United States
Sears, Roebuck and Co.	7103 Democracy Blvd	Bethesda	MD	20817	United States
Sears, Roebuck and Co.	8827 Woodyard Rd	Clinton	MD	20735	United States
Sears, Roebuck and Co.	10300 Little Patuxent Pkwy	Columbia	MD	21044	United States
Sears, Roebuck and Co.	1647 Crofton Centre	Crofton	MD	21114	United States
Sears, Roebuck and Co.	1262 Vocke Rd	Cumberland	MD	21502	United States
Sears, Roebuck and Co.	2 Vocke Rd Ste 100/Cntry Club	Cumberland	MD	21502	United States
Sears, Roebuck and Co.	5500 Buckeystown Pike	Frederick	MD	21703	United States
Sears, Roebuck and Co.	701 Russell Ave	Gaithersburg	MD	20877	United States

Sears, Roebuck and Co.	597B E Ordnance Rd	Glen Burnie	MD	21060	United States
Sears, Roebuck and Co.	7900 Gov Ritchie Hwy	Glen Burnie	MD	21061	United States
Sears, Roebuck and Co.	7900 Govenor Ritchie Hwy	Glen Burnie	MD	21061	United States
Sears, Roebuck and Co.	6411 Riggs Road	Hyattsville	MD	20783	United States
Sears, Roebuck and Co.	1781 Crossroads Dr	Odenton	MD	21113	United States
Sears, Roebuck and Co.	8200 Perry Hall Bl	Parkville	MD	21236	United States
Sears, Roebuck and Co.	2306 N Salisbury Blvd	Salisbury	MD	21801	United States
Sears, Roebuck and Co.	2323 Center Dr	Salisbury	MD	21801	United States
Sears, Roebuck and Co.	11255 New Hampshire Ave	Silver Spring	MD	20904	United States
Sears, Roebuck and Co.	11259 New Hampshire-White Oak	Silver Spring	MD	20904	United States
Sears, Roebuck and Co.	11145 Mall Cir-St Charles Ctr	Waldorf	MD	20603	United States
Sears, Roebuck and Co.	400 N Center St	Westminster	MD	21157	United States
Sears, Roebuck and Co.	10 Whitten Rd	Augusta	ME	04330	United States
Sears, Roebuck and Co.	Turnpike Mall/10 Whitten Rd	Augusta	ME	04330	United States
Sears, Roebuck and Co.	60 Doane St	Bangor	ME	04401	United States
Sears, Roebuck and Co.	8 Gurnet Rd	Brunswick	ME	04011	United States
Sears, Roebuck and Co.	Maine Ml-400 Maine Mall Rd	S Portland	ME	04106	United States
Sears, Roebuck and Co.	900 Briarwood Cir	Ann Arbor	MI	48108	United States
Sears, Roebuck and Co.	5575 B Drive N	Battle Creek	MI	49015	United States
Sears, Roebuck and Co.	3070 S Linden Rd	Flint	MI	48507	United States
Sears, Roebuck and Co.	3099 28Th St Se	Grand Rapids	MI	49512	United States
Sears, Roebuck and Co.	3099-28Th St	Grand Rapids	MI	49512	United States
Sears, Roebuck and Co.	3980 Rivertown Pkwy Sw	Grandville	MI	49418	United States

Sears, Roebuck and Co.	1250 Boardman-Jackson Crossing	Jackson	MI	49202	United States
Sears, Roebuck and Co.	3131 E Michigan Ave	Lansing	MI	48912	United States
Sears, Roebuck and Co.	2100 Southfield Rd	Lincoln Park	MI	48146	United States
Sears, Roebuck and Co.	29500 7 Mile Rd	Livonia	MI	48152	United States
Sears, Roebuck and Co.	5500 Harvey St	Muskegon	MI	49444	United States
Sears, Roebuck and Co.	27600 Novi Rd	Novi	MI	48377	United States
Sears, Roebuck and Co.	6780 S Westnedge Ave	Portage	MI	49024	United States
Sears, Roebuck and Co.	4900 Fashion Sq Mall	Saginaw	MI	48604	United States
Sears, Roebuck and Co.	4900 Fashion Square Mall	Saginaw	MI	48604	United States
Sears, Roebuck and Co.	300 W 14 Mile Rd	Troy	MI	48083	United States
Sears, Roebuck and Co.	435 N Telegraph Rd	Waterford(Pontiac)	MI	48328	United States
Sears, Roebuck and Co.	35000 W Warren Rd	Westland	MI	48185	United States
Sears, Roebuck and Co.	2000 N E Court	Bloomington	MN	55425	United States
Sears, Roebuck and Co.	1299 Shingle Creek Crossing	Brooklyn Ctr	MN	55430	United States
Sears, Roebuck and Co.	14250 Buck Hill Rd	Burnsville	MN	55306	United States
Sears, Roebuck and Co.	12737 Riverdale Blvd Nw	Coon Rapids	MN	55448	United States
Sears, Roebuck and Co.	8301 Flying Cloud Dr	Eden Prairie	MN	55344	United States
Sears, Roebuck and Co.	8301 Flying Cloud Dr	Eden Prairie	MN	55344	United States
Sears, Roebuck and Co.	1850 Adams St Ste 5	Mankato	MN	56001	United States
Sears, Roebuck and Co.	1896 Adams St - River Hills MI	Mankato	MN	56001	United States
Sears, Roebuck and Co.	3001 Maplewood Dr	Maplewood	MN	55109	United States
Sears, Roebuck and Co.	12431 Wayzata Blvd	Minnetonka	MN	55305	United States
Sears, Roebuck and Co.	425 Rice St	Saint Paul	MN	55103	United States

Sears, Roebuck and Co.	4101 W Division St	St Cloud	MN	56301	United States
Sears, Roebuck and Co.	41St & Division	St Cloud	MN	56301	United States
Sears, Roebuck and Co.	5415 Ne Antioch Rd	Antioch	MO	64119	United States
Sears, Roebuck and Co.	330 Siemens Dr	Cape Girardeau	MO	63703	United States
Sears, Roebuck and Co.	2201 W Worley St	Columbia	MO	65203	United States
Sears, Roebuck and Co.	639 Gravois Bluffs Blvd; Ste B	Fenton	MO	63026	United States
Sears, Roebuck and Co.	18777 E 39Th St	Independence	MO	64057	United States
Sears, Roebuck and Co.	18777 E 39Th St S	Independence	MO	64057	United States
Sears, Roebuck and Co.	3600 Country Club Dr	Jefferson City	MO	65109	United States
Sears, Roebuck and Co.	101 Rangeline Rd/Northpark MI	Joplin	MO	64801	United States
Sears, Roebuck and Co.	2825 S Glenstone	Springfield	MO	65804	United States
Sears, Roebuck and Co.	3702 Frederick Ave	St Joseph	MO	64506	United States
Sears, Roebuck and Co.	#3 Mid Rivers Mall	St Peters	MO	63376	United States
Sears, Roebuck and Co.	2600 Beach Blvd Ste 67	Biloxi	MS	39531	United States
Sears, Roebuck and Co.	2600 Beach Rd	Biloxi	MS	39531	United States
Sears, Roebuck and Co.	1051 Bonita Lakes Circle	Meridian	MS	39301	United States
Sears, Roebuck and Co.	381 HIGHWAY 51	Ridgeland	MS	39157	United States
Sears, Roebuck and Co.	1001 Barnes Crossing Rd	Tupelo	MS	38804	United States
Sears, Roebuck and Co.	1001 Barnes Crossing Rd	Tupelo	MS	38801	United States
Sears, Roebuck and Co.	2424 Central Ave	Billings	MT	59102	United States
Sears, Roebuck and Co.	200 RANDOLPH MALL	Asheboro	NC	27203	United States
Sears, Roebuck and Co.	100 Colonial Mall	Burlington	NC	27215	United States
Sears, Roebuck and Co.	102 Holly Hill Mall	Burlington	NC	27215	United States

Sears, Roebuck and Co.	1480 Highway 29 N	Concord	NC	28025	United States
Sears, Roebuck and Co.	302 Guess Rd (Northgate Mall)	Durham	NC	27701	United States
Sears, Roebuck and Co.	8060 Renaissance Pkwy	Durham	NC	27713	United States
Sears, Roebuck and Co.	1620 Guess Rd	Durham-Northgate	NC	27701	United States
Sears, Roebuck and Co.	400 Cross Creek Mall	Fayetteville	NC	28303	United States
Sears, Roebuck and Co.	201 N Berkeley Blvd	Goldsboro	NC	27534	United States
Sears, Roebuck and Co.	703 N Berkeley Blvd	Goldsboro	NC	27534	United States
Sears, Roebuck and Co.	3200 W Friendly Ave	Greensboro	NC	27408	United States
Sears, Roebuck and Co.	701 Pembroke Rd	Greensboro	NC	27408	United States
Sears, Roebuck and Co.	240 Carolina East Mall	Greenville	NC	27834	United States
Sears, Roebuck and Co.	1940 Us Highway 70 Se	Hickory	NC	28602	United States
Sears, Roebuck and Co.	921 Eastchester Dr	High Point	NC	27262	United States
Sears, Roebuck and Co.	344 Jacksonville Mall	Jacksonville	NC	28546	United States
Sears, Roebuck and Co.	2115 E Roosevelt Blvd Ste 200	Monroe	NC	28110	United States
Sears, Roebuck and Co.	3200 Gateway Center Blvd; Ste 150	Morrisville	NC	27560	United States
Sears, Roebuck and Co.	11033 Carolina Pk-Carolina Pl	Pineville	NC	28134	United States
Sears, Roebuck and Co.	11033 Carolina Place Pkwy	Pineville	NC	28134	United States
Sears, Roebuck and Co.	11812 Carolina Place Pkwy	Pineville	NC	28134	United States
Sears, Roebuck and Co.	4615 Glenwood-Crabtree Vly MI	Raleigh	NC	27612	United States
Sears, Roebuck and Co.	7320 Old Wake Forest Rd	Raleigh	NC	27616	United States
Sears, Roebuck and Co.	819 E Six Forks Rd	Raleigh	NC	27609	United States
Sears, Roebuck and Co.	3500 Oleander-Independence MI	Wilmington	NC	28403	United States
Sears, Roebuck and Co.	190 Hanes Mall Circle	Winston Salem	NC	27103	United States

Sears, Roebuck and Co.	West Acres Regional S/C	Fargo	ND	58103	United States
Sears, Roebuck and Co.	175 Conestoga Mall	Grand Island	NE	68803	United States
Sears, Roebuck and Co.	6400 O St	Lincoln	NE	68510	United States
Sears, Roebuck and Co.	Gateway Ctr--6400 'O' St	Lincoln	NE	68505	United States
Sears, Roebuck and Co.	3420 Oak View Drive	Omaha	NE	68144	United States
Sears, Roebuck and Co.	7424 Dodge St	Omaha	NE	68114	United States
Sears, Roebuck and Co.	270 Louden Rd	Concord	NH	03301	United States
Sears, Roebuck and Co.	270 Loudon Rd	Concord	NH	03301	United States
Sears, Roebuck and Co.	1500 S Willow St	Manchester	NH	03103	United States
Sears, Roebuck and Co.	50 Fox Run Rd St#74-Fox Run MI	Newington	NH	03801	United States
Sears, Roebuck and Co.	77 Rockingham Park Blvd	Salem	NH	03079	United States
Sears, Roebuck and Co.	1750 Deptford Cener Rd	Deptford	NJ	08096	United States
Sears, Roebuck and Co.	1750 Deptford Ctr-Deptford MI	Deptford	NJ	08096	United States
Sears, Roebuck and Co.	3710 US Hwy 9 Ste 1100	Freehold	NJ	07728	United States
Sears, Roebuck and Co.	Raceway Mall/3710 Us Hwy 9 Ste 1100	Freehold	NJ	07728	United States
Sears, Roebuck and Co.	436 Main St	Hackensack	NJ	07601	United States
Sears, Roebuck and Co.	516 Main St	Hackensack	NJ	07601	United States
Sears, Roebuck and Co.	50 Mall Dr W	Jersey City	NJ	07310	United States
Sears, Roebuck and Co.	S Orange Ave & Walnut St	Livingston	NJ	07039	United States
Sears, Roebuck and Co.	4409 Blk Horse Pike	Mays Landing	NJ	08330	United States
Sears, Roebuck and Co.	1500 Highway 35	Middletown	NJ	07748	United States
Sears, Roebuck and Co.	80 Godwin Ave	Midland Park	NJ	07432	United States
Sears, Roebuck and Co.	Rt 38 & Lenola Rd	Moorestown	NJ	08057	United States

Sears, Roebuck and Co.	Rt 38 And Lenola Rd	Moorestown	NJ	08057	United States
Sears, Roebuck and Co.	45 Us Hwy #1	New Brunswick	NJ	08901	United States
Sears, Roebuck and Co.	585 From Rd	Paramus	NJ	07652	United States
Sears, Roebuck and Co.	Rt 80 & Mt Hpe Ave	Rockaway	NJ	07866	United States
Sears, Roebuck and Co.	2100 Center Square Road, Suite 125 (Bldg. K)	Swedesboro	NJ	08085	United States
Sears, Roebuck and Co.	117 N Delsea Dr	Vineland	NJ	08360	United States
Sears, Roebuck and Co.	1324 Wyckoff Road	Wall Township	NJ	07753	United States
Sears, Roebuck and Co.	1640 Route 22	Watchung	NJ	07069	United States
Sears, Roebuck and Co.	50 Route 46	Wayne	NJ	07470	United States
Sears, Roebuck and Co.	975 Bloomfield Ave Ste 2	West Caldwell	NJ	07006	United States
Sears, Roebuck and Co.	150 Woodbridge Ctr Ct	Woodbridge	NJ	07095	United States
Sears, Roebuck and Co.	479 Green St	Woodbridge	NJ	07095	United States
Sears, Roebuck and Co.	10129 Coors Blvd	Albuquerque	NM	87114	United States
Sears, Roebuck and Co.	2811 N Prince St	Clovis	NM	88101	United States
Sears, Roebuck and Co.	6600 Menaul Blvd Ne Ste 700	Coronado	NM	87110	United States
Sears, Roebuck and Co.	4601 E Main St	Farmington	NM	87402	United States
Sears, Roebuck and Co.	700 S Telshor Blvd	Las Cruces	NM	88011	United States
Sears, Roebuck and Co.	4250 Cerrillos Rd	Santa Fe	NM	87592	United States
Sears, Roebuck and Co.	4250 Cerrillos Rd	Santa Fe	NM	87507	United States
Sears, Roebuck and Co.	1245 W Warm Springs Rd	Henderson	NV	89014	United States
Sears, Roebuck and Co.	1511 W SUNSET RD	Henderson	NV	89014	United States
Sears, Roebuck and Co.	3450 S Maryland Pkwy	Las Vegas	NV	89109	United States
Sears, Roebuck and Co.	4000 Meadows Lane	Las Vegas	NV	89107	United States

Sears, Roebuck and Co.	4320 N Lamb Blvd; Bldg 1 Ste 500	Las Vegas	NV	89115	United States
Sears, Roebuck and Co.	4355 Grand Canyon Dr	Las Vegas	NV	89147	United States
Sears, Roebuck and Co.	5405 Meadowood Mall Cir	Reno	NV	89502	United States
Sears, Roebuck and Co.	350 Glendale Ave	Sparks	NV	89431	United States
Sears, Roebuck and Co.	1435 NIAGARA FALLS BLVD	Amherst	NY	14228	United States
Sears, Roebuck and Co.	4130 Mckinley Pkwy	Blasdell	NY	14219	United States
Sears, Roebuck and Co.	4720 3Rd Ave	Bronx	NY	10458	United States
Sears, Roebuck and Co.	2307 Beverley Rd	Brooklyn	NY	11226	United States
Sears, Roebuck and Co.	2359 Bedford Ave	Brooklyn	NY	11226	United States
Sears, Roebuck and Co.	3701 Mckinley Pkwy	Buffalo	NY	14219	United States
Sears, Roebuck and Co.	2000 Walden Ave	Cheektowaga	NY	14225	United States
Sears, Roebuck and Co.	60 Industrial Parkway	Cheektowaga	NY	14227	United States
Sears, Roebuck and Co.	7 Galleria Dr--2000 Walden Ave	Cheektowaga	NY	14225	United States
Sears, Roebuck and Co.	Great Northern Mall-4155 State Rt 31	Clay	NY	13041	United States
Sears, Roebuck and Co.	131-08 20Th Ave	College Point	NY	11356	United States
Sears, Roebuck and Co.	Hntngton Sq MI--4000 E Jericho	E Northport	NY	11731	United States
Sears, Roebuck and Co.	Aviation Rd	Glens Falls	NY	12804	United States
Sears, Roebuck and Co.	Aviation Rd	Glens Falls	NY	12801	United States
Sears, Roebuck and Co.	950 Elm Ridge Ctr Dr	Greece	NY	14626	United States
Sears, Roebuck and Co.	576 Jefferson Blvd	Henrietta	NY	14623	United States
Sears, Roebuck and Co.	195 N Broadway	Hicksville	NY	11801	United States
Sears, Roebuck and Co.	3300 Chambers Rd S-Arnot Mall	Horseheads	NY	14845	United States
Sears, Roebuck and Co.	3300 Chambers Rd	Horseheads	NY	14845	United States

Sears, Roebuck and Co.	Oakdale MI-Rt 17 Expy Exit 70	Johnson City	NY	13790	United States
Sears, Roebuck and Co.	4 Smith Haven Mall	Lake Grove	NY	11755	United States
Sears, Roebuck and Co.	4 Smith-Haven Mall	Lake Grove	NY	11755	United States
Sears, Roebuck and Co.	Rt 394 & Hunt Blvd	Lakewood	NY	14750	United States
Sears, Roebuck and Co.	Rte 394 And Mall Blvd	Lakewood	NY	14750	United States
Sears, Roebuck and Co.	34 Carmans Rd	Massapequa	NY	11758	United States
Sears, Roebuck and Co.	800 Sunrise Mall	Massapequa	NY	11758	United States
Sears, Roebuck and Co.	1 N Galleria Dr Ste 144	Middletown	NY	10941	United States
Sears, Roebuck and Co.	Galleria MI/1Galleria - Ste 144	Middletown	NY	10940	United States
Sears, Roebuck and Co.	100 W Rt 59	Nanuet	NY	10954	United States
Sears, Roebuck and Co.	75 W Route 59 Ste 100	Nanuet	NY	10954	United States
Sears, Roebuck and Co.	1400 Union Tpke	New Hyde Park	NY	11040	United States
Sears, Roebuck and Co.	1401 Route 300	Newburgh	NY	12550	United States
Sears, Roebuck and Co.	1401 Rt 300	Newburgh	NY	12550	United States
Sears, Roebuck and Co.	60 Smithfield Blvd	Plattsburgh	NY	12901	United States
Sears, Roebuck and Co.	2001 South Rd	Poughkeepsie	NY	12601	United States
Sears, Roebuck and Co.	792 South Rd	Poughkeepsie	NY	12601	United States
Sears, Roebuck and Co.	10 Miracle Mile Dr	Rochester	NY	14623	United States
Sears, Roebuck and Co.	2213 Brighton Henrietta (Town Line Rd)	Rochester	NY	14623	United States
Sears, Roebuck and Co.	317 Greece Ridge Center Dr	Rochester	NY	14626	United States
Sears, Roebuck and Co.	Jefferson & W Henrietta/Mkt Pl	Rochester	NY	14623	United States
Sears, Roebuck and Co.	93 W Campbell Rd	Rotterdam	NY	12306	United States
Sears, Roebuck and Co.	3065 Route 50	Saratoga	NY	12866	United States

Sears, Roebuck and Co.	417 Louden Rd/Saratoga Mall	Saratoga Spgs	NY	12866	United States
Sears, Roebuck and Co.	171 Delaware Ave	Sidney	NY	13838	United States
Sears, Roebuck and Co.	283 Platinum Ave	Staten Island	NY	10314	United States
Sears, Roebuck and Co.	1150 Sunrise Hwy	Valley Stream	NY	11581	United States
Sears, Roebuck and Co.	1150 Sunrise Hwy-Green Acres	Valley Stream	NY	11580	United States
Sears, Roebuck and Co.	200 Eastview Mall	Victor	NY	14564	United States
Sears, Roebuck and Co.	21182 Salmon Run MI Loop West	Watertown	NY	13601	United States
Sears, Roebuck and Co.	I-81 & Arsenal Rt 3	Watertown	NY	13601	United States
Sears, Roebuck and Co.	4545 Transit Rd	Williamsville	NY	14221	United States
Sears, Roebuck and Co.	6705 Transit Rd	Williamsville	NY	14221	United States
Sears, Roebuck and Co.	Rte 87(Ny St) & Cross Ct Pkwy	Yonkers	NY	10704	United States
Sears, Roebuck and Co.	600 Lee Blvd	Yorktown	NY	10598	United States
Sears, Roebuck and Co.	#10 Chapel Hill Mall	Akron	OH	44310	United States
Sears, Roebuck and Co.	5760 Interstate Blvd W	Austintown	OH	44515	United States
Sears, Roebuck and Co.	2727 Fairfield Commons	Beavercreek	OH	45431	United States
Sears, Roebuck and Co.	4100 Belden Village Mall	Canton	OH	44718	United States
Sears, Roebuck and Co.	1075 N Bridge St	Chillicothe	OH	45601	United States
Sears, Roebuck and Co.	1075 N Bridge-Chillicothe Mall	Chillicothe	OH	45601	United States
Sears, Roebuck and Co.	6000 Creek Rd	Cincinnati	OH	45242	United States
Sears, Roebuck and Co.	9505 Colerain Ave/Northgate MI	Cincinnati	OH	45251	United States
Sears, Roebuck and Co.	5178 Pearl Brook Road; Unit 8 And 9	Cleveland	OH	44129	United States
Sears, Roebuck and Co.	1400 Polaris Pkwy	Columbus	OH	43240	United States
Sears, Roebuck and Co.	2560 Miamisburg-Centerville E	Dayton	OH	45459	United States

Sears, Roebuck and Co.	1500 N Clinton St	Defiance	OH	43512	United States
Sears, Roebuck and Co.	771 S 30Th St	Heath	OH	43056	United States
Sears, Roebuck and Co.	1701 River Valley Circle S	Lancaster	OH	43130	United States
Sears, Roebuck and Co.	1701 River Vally Circle S	Lancaster	OH	43130	United States
Sears, Roebuck and Co.	100 Lima Mall	Lima	OH	45805	United States
Sears, Roebuck and Co.	100 Lima Mall-2400 Elida Rd	Lima	OH	45805	United States
Sears, Roebuck and Co.	627 Richland Mall	Mansfield	OH	44906	United States
Sears, Roebuck and Co.	1377 Marion Waldo Rd	Marion	OH	43302	United States
Sears, Roebuck and Co.	7875 Johnnycake Ridge Rd	Mentor	OH	44060	United States
Sears, Roebuck and Co.	6950 W 130Th St	Middlebrg Hts	OH	44130	United States
Sears, Roebuck and Co.	5320 Youngstown Rd	Niles	OH	44446	United States
Sears, Roebuck and Co.	5320 Youngstown Rd-Eastwood MI	Niles	OH	44446	United States
SEARS, ROEBUCK AND CO.	26662 Brookpark Rd Extension	North Olmsted	OH	44070	United States
Sears, Roebuck and Co.	5000 Great Northern Blvd	North Olmsted	OH	44070	United States
Sears, Roebuck and Co.	9505 Colerain Ave	Northgate	OH	45251	United States
Sears, Roebuck and Co.	987 E Ash St Ste 170	Piqua	OH	45356	United States
Sears, Roebuck and Co.	987 E Ash St-Ste 170-Miami Vly	Piqua	OH	45356	United States
Sears, Roebuck and Co.	Upper Vly MI-1475 Upper Vly Pk	Springfield	OH	45504	United States
Sears, Roebuck and Co.	67800 Mall Ring Rd	St Clairsville	OH	43950	United States
Sears, Roebuck and Co.	Banfield Rd & I-70	St Clairsville	OH	43950	United States
Sears, Roebuck and Co.	3408 W Central Ave	Toledo	OH	43606	United States
Sears, Roebuck and Co.	3725 Williston Rd	Toledo	OH	43619	United States
Sears, Roebuck and Co.	7401 Market St	Youngstown	OH	44512	United States

Sears, Roebuck and Co.	416 Se F Ave	Lawton	OK	73501	United States
Sears, Roebuck and Co.	3201 W Main St/Sooner Mall	Norman	OK	73072	United States
Sears, Roebuck and Co.	1425 S Central	Oklahoma City	OK	73129	United States
Sears, Roebuck and Co.	1825 N Walnut St	Oklahoma City	OK	73105	United States
Sears, Roebuck and Co.	4400 S Western Ave	Oklahoma City	OK	73109	United States
Sears, Roebuck and Co.	1901 S Yale Ave	Tulsa	OK	74112	United States
Sears, Roebuck and Co.	6929 S Memorial	Tulsa	OK	74133	United States
Sears, Roebuck and Co.	6929 S Memorial Dr	Tulsa Woodland Hls	OK	74133	United States
Sears, Roebuck and Co.	14658 Se 82Nd Dr	Clackamas	OR	97015	United States
Sears, Roebuck and Co.	1260 Lloyd Ctr	Lloyd	OR	97232	United States
Sears, Roebuck and Co.	501 Medford Ctr	Medford	OR	97504	United States
Sears, Roebuck and Co.	501 Medford S/C	Medford	OR	97504	United States
Sears, Roebuck and Co.	12402 Ne Marx Street	Portland	OR	97230	United States
Sears, Roebuck and Co.	9800 Sw Washington Square Rd	Portland	OR	97223	United States
Sears, Roebuck and Co.	1375 Woodrow St Ne	Salem	OR	97301	United States
Sears, Roebuck and Co.	955 Lancaster Dr Ne	Salem	OR	97301	United States
Sears, Roebuck and Co.	827 Lancaster Dr Ne	Salem(Lancaster)	OR	97301	United States
Sears, Roebuck and Co.	5580 Goods Lane Suite 1005	Altoona	PA	16602	United States
Sears, Roebuck and Co.	700 N Third Avenue	Altoona	PA	16601	United States
Sears, Roebuck and Co.	Logan Vly Mall-5580 Goods Lane Suite 1005	Altoona	PA	16602	United States
Sears, Roebuck and Co.	100 Neshaminy Mall	Bensalem	PA	19020	United States
Sears, Roebuck and Co.	680 S Hills Vlg	Bethal Park	PA	15102	United States
Sears, Roebuck and Co.	300 Bursca Drive; Suite 303	Bridgeville	PA	15017	United States

Sears, Roebuck and Co.	3595 Capital City Mall	Camp Hill	PA	17011	United States
Sears, Roebuck and Co.	Rt 257 & Rt 322 Cranberry Mall	Cranberry	PA	16319	United States
Sears, Roebuck and Co.	690 Shaffer Rd	Du Bois	PA	15801	United States
Sears, Roebuck and Co.	5522 Shaffer Rd Ste 129	Dubois	PA	15801	United States
Sears, Roebuck and Co.	222 Exton Square Mall	Exton	PA	19341	United States
Sears, Roebuck and Co.	435 Exton Square Pkwy	Exton	PA	19341	United States
Sears, Roebuck and Co.	5256 Route 30	Greensburg	PA	15601	United States
Sears, Roebuck and Co.	970 E Pittsburgh - Westmoreland	Greensburg	PA	15601	United States
Sears, Roebuck and Co.	4600 Jonestown Rd	Harrisburg	PA	17109	United States
Sears, Roebuck and Co.	4600 Jonestown-Colonial Pk MI	Harrisburg	PA	17109	United States
Sears, Roebuck and Co.	3235 E State-Shennango Vly MI	Hermitage	PA	16148	United States
Sears, Roebuck and Co.	2334 Oakland Ave Ste 1	Indiana	PA	15701	United States
Sears, Roebuck and Co.	2334 Oakland Ste#1-Indiana MI	Indiana	PA	15701	United States
Sears, Roebuck and Co.	817 E Baltimore Pike	Kennett Sq	PA	19348	United States
Sears, Roebuck and Co.	200 Park City Ctr	Lancaster	PA	17601	United States
Sears, Roebuck and Co.	805 Plaza Blvd	Lancaster	PA	17601	United States
Sears, Roebuck and Co.	2300 E Lincoln Hwy	Oxford Valley	PA	19047	United States
Sears, Roebuck and Co.	1067 W Baltimore Pike	Media	PA	19063	United States
Sears, Roebuck and Co.	300 Lycoming Mall Cir Ste 100	Muncy	PA	17756	United States
Sears, Roebuck and Co.	2500 W State St Union Plz	New Castle	PA	16101	United States
Sears, Roebuck and Co.	400 NORTH 115 EAST	Norristown	PA	84321	United States
Sears, Roebuck and Co.	600 Montgomery Mall	North Wales	PA	19454	United States
Sears, Roebuck and Co.	300 Lycoming Mall Rd	Pennsdale	PA	17756	United States

Sears, Roebuck and Co.	1500 Robinson Center Dr	Pittsburgh	PA	15205	United States
Sears, Roebuck and Co.	Warren St Bypass & Bern Rd	Reading	PA	19610	United States
Sears, Roebuck and Co.	477 N Lewis Rd	Royersford	PA	19468	United States
Sears, Roebuck and Co.	Rt 11 And 15	Selinsgrove	PA	17870	United States
Sears, Roebuck and Co.	Susquehanna Valley Mall	Selinsgrove	PA	17870	United States
Sears, Roebuck and Co.	3245 E State St	Sharon	PA	16148	United States
Sears, Roebuck and Co.	183 Shiloh Rd	State College	PA	16801	United States
Sears, Roebuck and Co.	2999 E College Ave	State College	PA	16801	United States
Sears, Roebuck and Co.	344 Stroud Mall	Stroudsburg	PA	18360	United States
Sears, Roebuck and Co.	344 Stroud Mall Suite 600	Stroudsburg	PA	18360	United States
Sears, Roebuck and Co.	1500 Mall Run Rd	Uniontown	PA	15401	United States
Sears, Roebuck and Co.	1500 W Main St Union Town Mall	Uniontown	PA	15401	United States
Sears, Roebuck and Co.	400 North Best Avenue	Walnutport	PA	18088	United States
Sears, Roebuck and Co.	1500 W Chestnut St	Washington	PA	15301	United States
Sears, Roebuck and Co.	1259 Whitehall Mall	Whitehall	PA	18052	United States
Sears, Roebuck and Co.	1519 Whitehall Mall	Whitehall	PA	18052	United States
Sears, Roebuck and Co.	88 Wyoming Valley Mall	Wilkes Barre	PA	18711	United States
Sears, Roebuck and Co.	Wyoming Vly Vall/Rt 115	Wilkes Barre	PA	18711	United States
Sears, Roebuck and Co.	2500 W Moreland Rd	Willow Grove	PA	19090	United States
Sears, Roebuck and Co.	2550 Moreland Rd/Willow Gr MI	Willow Grove	PA	19090	United States
Sears, Roebuck and Co.	5 Galleria Mall(Whiteford Rd)	York	PA	17402	United States
Sears, Roebuck and Co.	Interstate PR-2 Santa Rosa Mall	Bayamon	PR	00959	United States
Sears, Roebuck and Co.	975 Hostos Ave Ste 110 Mall	Mayaguez	PR	00680	United States

Sears, Roebuck and Co.	Ponce By Pass Ste 135	Ponce	PR	00731	United States
Sears, Roebuck and Co.	Plaza Las Americas	San Juan	PR	00918	United States
Sears, Roebuck and Co.	1500 Diamond Hill Rd	Woonsocket	RI	02895	United States
Sears, Roebuck and Co.	2068 Sam Rittenburg-Citadel MI	Charleston	SC	29407	United States
Sears, Roebuck and Co.	205 Mcleod Dr	Columbia	SC	29203	United States
Sears, Roebuck and Co.	7201 Two Notch Rd	Columbia	SC	29223	United States
Sears, Roebuck and Co.	7201 Two Notch Rd #300	Columbia	SC	29223	United States
Sears, Roebuck and Co.	2701 David H Mcleod Blvd	Florence	SC	29501	United States
Sears, Roebuck and Co.	2701 W David Mcleod Blvd	Florence	SC	29501	United States
Sears, Roebuck and Co.	700 Haywood Rd	Greenville	SC	29607	United States
Sears, Roebuck and Co.	1100 Coastal Grand Circle	Myrtle Beach	SC	29577	United States
Sears, Roebuck and Co.	1200 Coastal Grand Circle	Myrtle Beach	SC	29577	United States
Sears, Roebuck and Co.	7801 Rivers Ave	N Charleston	SC	29406	United States
Sears, Roebuck and Co.	2197 Dave Lyle Blvd	Rock Hill	SC	29730	United States
Sears, Roebuck and Co.	Rushmore Mall-2200 N Maple Ave	Rapid City	SD	57701	United States
Sears, Roebuck and Co.	8024 Stage Hills Blvd	Bartlett	TN	38133	United States
Sears, Roebuck and Co.	2100 Hamilton Place Blvd	Chattanooga	TN	37421	United States
Sears, Roebuck and Co.	401 Northgate Mall	Chattanooga	TN	37415	United States
Sears, Roebuck and Co.	6300 Enterprise Park Dr; Ste A	Chattanooga	TN	37416	United States
Sears, Roebuck and Co.	2801 Wilma Rudolph Blvd	Clarksville	TN	37040	United States
Sears, Roebuck and Co.	377 W Jackson St Ste 8	Cookeville	TN	38501	United States
Sears, Roebuck and Co.	1000 Rivergate Pkwy	Goodlettsville	TN	37072	United States
Sears, Roebuck and Co.	1000 Two Mile Pkwy	Goodlettsvl	TN	37072	United States

Sears, Roebuck and Co.	2021 N Highland Ave	Jackson	TN	38305	United States
Sears, Roebuck and Co.	2011 N Roan St	Johnson City	TN	37601	United States
Sears, Roebuck and Co.	2101 Fort Henry Dr	Kingsport	TN	37664	United States
Sears, Roebuck and Co.	2101 Ft Henry Dr	Kingsport	TN	37664	United States
Sears, Roebuck and Co.	3000 E Mall Rd	Knoxville	TN	37924	United States
Sears, Roebuck and Co.	7600-H Kingston Pk- West Town M	Knoxville	TN	37919	United States
Sears, Roebuck and Co.	437 Sanford Rd	Lavergne	TN	37086	United States
Sears, Roebuck and Co.	198 Foothills Mall	Maryville	TN	37801	United States
Sears, Roebuck and Co.	1175 E Shelby Dr	Memphis	TN	38116	United States
Sears, Roebuck and Co.	8355 Hwy 64	Memphis	TN	38133	United States
Sears, Roebuck and Co.	1200 Southland Mall	Memphis	TN	38116	United States
Sears, Roebuck and Co.	1720 Old Fort Pkwy	Murfreesboro	TN	37129	United States
Sears, Roebuck and Co.	640 Thompson Lane	Nashville	TN	37204	United States
Sears, Roebuck and Co.	7600H Kingston Pike	West Town	TN	37919	United States
Sears, Roebuck and Co.	4310 Buffalo Gap Rd	Abilene	TX	79606	United States
Sears, Roebuck and Co.	7701 W I-40	Amarillo	TX	79121	United States
Sears, Roebuck and Co.	3871 S Cooper- Arlington Pks Ml	Arlington	TX	76015	United States
Sears, Roebuck and Co.	1000 E 41St	Austin	TX	78751	United States
Sears, Roebuck and Co.	1000 E 41St St	Austin	TX	78751	United States
Sears, Roebuck and Co.	2901 Capitol Of Tx Hwy S	Austin	TX	78746	United States
Sears, Roebuck and Co.	2901 S Capitol Of Texas Hwy	Austin	TX	78746	United States
Sears, Roebuck and Co.	1000 San Jacinto Mall	Baytown	TX	77521	United States
Sears, Roebuck and Co.	6461 Eastex Fwy	Beaumont	TX	77706	United States

Sears, Roebuck and Co.	2320 North Expwy	Brownsville	TX	78521	United States
Sears, Roebuck and Co.	1500 E Holleman St	College Sta	TX	77840	United States
Sears, Roebuck and Co.	1502 Harvey Rd	College Sta	TX	77840	United States
Sears, Roebuck and Co.	1305 Airline Dr-Sunrise Mall	Corpus Chrsti	TX	78412	United States
Sears, Roebuck and Co.	1660 S Padre Island	Crp Christi	TX	78416	United States
Sears, Roebuck and Co.	2270 Valley View Ln	Dallas	TX	75234	United States
Sears, Roebuck and Co.	3450 W Camp Wisdom Rd	Dallas	TX	75237	United States
Sears, Roebuck and Co.	1000 West Fm 517	Dickinson	TX	77539	United States
Sears, Roebuck and Co.	8401 Gateway W-Cielo Vista MI	El Paso	TX	79925	United States
Sears, Roebuck and Co.	5000 Alpha Rd	Farmers Brnch	TX	75244	United States
Sears, Roebuck and Co.	4950 S Hulen St	Fort Worth	TX	76132	United States
Sears, Roebuck and Co.	5001 N Beach St	Fort Worth	TX	76137	United States
Sears, Roebuck and Co.	300 Baybrook Mall	Friendswood	TX	77546	United States
Sears, Roebuck and Co.	2605 Preston Rd	Frisco	TX	75034	United States
Sears, Roebuck and Co.	2605B Preston Rd-Stonebriar MI	Frisco	TX	75034	United States
Sears, Roebuck and Co.	1800 Green Oaks Rd	Ft Worth	TX	76116	United States
Sears, Roebuck and Co.	11293 Fuqua St	Fuqua Rd	TX	77089	United States
Sears, Roebuck and Co.	1501 Kings Rd	Garland	TX	75042	United States
Sears, Roebuck and Co.	1617 Kings Rd	Garland	TX	75042	United States
Sears, Roebuck and Co.	2002 S Expy 83	Harlingen	TX	78552	United States
Sears, Roebuck and Co.	16555 Park Row	Houston	TX	77084	United States
Sears, Roebuck and Co.	3000 Willowbrook Mall	Houston	TX	77070	United States
Sears, Roebuck and Co.	303 Memorial City Mall Ste 400	Houston	TX	77024	United States

Sears, Roebuck and Co.	4000 N Shepherd Dr	Houston	TX	77018	United States
Sears, Roebuck and Co.	4111 Fannin St	Houston	TX	77004	United States
Sears, Roebuck and Co.	525 E Little York Rd	Houston	TX	77076	United States
Sears, Roebuck and Co.	9570 Southwest Frwy	Houston	TX	77074	United States
Sears, Roebuck and Co.	4201 Main St	Houston	TX	77002	United States
Sears, Roebuck and Co.	20131 Hwy 59 - Deerbrook Mall	Humble	TX	77338	United States
Sears, Roebuck and Co.	7000 Northeast Mall	Hurst	TX	76053	United States
Sears, Roebuck and Co.	2000 Killeen Mall	Killeen	TX	76543	United States
Sears, Roebuck and Co.	2100 South W S Young Dr	Killeen	TX	76543	United States
Sears, Roebuck and Co.	5300 San Dario-Mall Del Norte	Laredo	TX	78041	United States
Sears, Roebuck and Co.	3510 Mccann Rd	Longview	TX	75601	United States
Sears, Roebuck and Co.	6002 Slide Rd	Lubbock	TX	79414	United States
Sears, Roebuck and Co.	1308 Paul Ave	Lufkin	TX	75901	United States
Sears, Roebuck and Co.	3701 North McColl	Mcallen	TX	78503	United States
Sears, Roebuck and Co.	3000 Town East Blvd	Mesquite	TX	75150	United States
Sears, Roebuck and Co.	4511 N Midkiff Rd Sp C	Midland	TX	79703	United States
Sears, Roebuck and Co.	Space C 4511 N Midkiff Rd	Midland	TX	79705	United States
Sears, Roebuck and Co.	4101 E 42Nd St	Odessa	TX	79762	United States
Sears, Roebuck and Co.	909 Pasadena Blvd	Pasadena	TX	77506	United States
Sears, Roebuck and Co.	851 N Central Expwy	Plano	TX	75075	United States
Sears, Roebuck and Co.	1 Central Mall	Port Arthur	TX	77642	United States
Sears, Roebuck and Co.	201 S Plano Rd	Richardson	TX	75081	United States
Sears, Roebuck and Co.	201 S Plano Rd-Richardson Sq M	Richardson	TX	75081	United States

Sears, Roebuck and Co.	1300 Louis Henna Blvd	Round Rock	TX	78664	United States
Sears, Roebuck and Co.	4000 Sunset Mall	San Angelo	TX	76904	United States
Sears, Roebuck and Co.	1560 CABLE RANCH RD	San Antonio	TX	78245	United States
Sears, Roebuck and Co.	2310 Sw Military Dr	San Antonio	TX	78224	United States
Sears, Roebuck and Co.	6301 Nw Loop 410	San Antonio	TX	78238	United States
Sears, Roebuck and Co.	6909 N Loop 1604 E	San Antonio	TX	78247	United States
Sears, Roebuck and Co.	7353 Nw Loop 410	San Antonio	TX	78245	United States
Sears, Roebuck and Co.	7635 Ih 35 S	San Antonio	TX	78224	United States
Sears, Roebuck and Co.	4550 Highway 6	Sugarland	TX	77478	United States
Sears, Roebuck and Co.	#1 Central Mall	Texarkana	TX	75503	United States
Sears, Roebuck and Co.	1 Central Mall	Texarkana	TX	75503	United States
Sears, Roebuck and Co.	10000 Emmett F Lowry Expwy	Texas City	TX	77591	United States
Sears, Roebuck and Co.	4701 S Broadway	Tyler	TX	75703	United States
Sears, Roebuck and Co.	4701 S Broadway Ave	Tyler	TX	75703	United States
Sears, Roebuck and Co.	7508 N Navarro St	Victoria	TX	77904	United States
Sears, Roebuck and Co.	7508C N Navarro	Victoria	TX	77904	United States
Sears, Roebuck and Co.	6001 W Waco Dr	Waco	TX	76710	United States
Sears, Roebuck and Co.	1200 Towne Centre Blvd Spc C	Provo	UT	84601	United States
Sears, Roebuck and Co.	1200 Towne Centre Blvd Ste T	Provo	UT	84601	United States
Sears, Roebuck and Co.	175 W 1300 South	Salt Lake Cty	UT	84115	United States
Sears, Roebuck and Co.	7453 S Plaza Ctr Dr	West Jordan	UT	84088	United States
Sears, Roebuck and Co.	6001 Duke St	Alexandria	VA	22304	United States
Sears, Roebuck and Co.	500 Gate City Hwy	Bristol	VA	24201	United States

Sears, Roebuck and Co.	Gate City Hwy	Bristol	VA	24201	United States
Sears, Roebuck and Co.	1531 Rio Rd E	Charlottesville	VA	22901	United States
Sears, Roebuck and Co.	Chrhtsvl Fash Sq- 1531 E Rio Rd	Charlottesvl	VA	22901	United States
Sears, Roebuck and Co.	11500 Midlothian Tpke	Chesterfield	VA	23235	United States
Sears, Roebuck and Co.	Colonial Hts #354. 114 South Park Cir	Colonial Hts	VA	23834	United States
Sears, Roebuck and Co.	20990 Dulles Town Circle	Dulles	VA	20166	United States
Sears, Roebuck and Co.	6211 Leesburg Pike	Falls Church	VA	22044	United States
Sears, Roebuck and Co.	100 Spotsylvania Mall	Fredericksbrg	VA	22407	United States
Sears, Roebuck and Co.	100 Spotsylvania Mall	Fredericksburg	VA	22407	United States
Sears, Roebuck and Co.	10101 Brook Rd	Glen Allen	VA	23059	United States
Sears, Roebuck and Co.	Virginia Center #351. 10101 Brook Rd	Glen Allen	VA	23060	United States
Sears, Roebuck and Co.	21000 Dulles Town Cir	Dulles	VA	20166	United States
Sears, Roebuck and Co.	8200 Sudley Rd	Manassas	VA	20109	United States
Sears, Roebuck and Co.	100 Newmarket Fair	Newport News	VA	23605	United States
Sears, Roebuck and Co.	1400 N Parham Rd	Richmond	VA	23229	United States
Sears, Roebuck and Co.	Chesterfield Towne Ctr. 11500 Midlothian Turnpike	Richmond	VA	23235	United States
Sears, Roebuck and Co.	Regency #355. 1401 Parham Rd	Richmond	VA	23229	United States
Sears, Roebuck and Co.	4812 Valley View Blvd (Mall)	Roanoke	VA	24012	United States
Sears, Roebuck and Co.	4812 Valley View Blvd Ne	Roanoke	VA	24012	United States
Sears, Roebuck and Co.	102 South Witchduck Rd	Virginia Beach	VA	23462	United States
Sears, Roebuck and Co.	1850 Apple Blossom Dr	Winchester	VA	22601	United States
Sears, Roebuck and Co.	155 Dorset St	Burlington	VT	05403	United States
Sears, Roebuck and Co.	225 Dorset St- University Mall	S Burlington	VT	05403	United States

Sears, Roebuck and Co.	1219 S Boone St	Aberdeen	WA	98520	United States
Sears, Roebuck and Co.	15711 Aurora Ave N	Aurora	WA	98133	United States
Sears, Roebuck and Co.	333 FAIR ST	Chehalis	WA	98531	United States
Sears, Roebuck and Co.	7Th & Railroad	E Wenatchee	WA	98802	United States
Sears, Roebuck and Co.	1302 Se Everett Mall Way	Everett	WA	98208	United States
Sears, Roebuck and Co.	1701 S 320Th St	Federal Way	WA	98023	United States
Sears, Roebuck and Co.	455 Columbia Ctr	Kennewick	WA	99336	United States
Sears, Roebuck and Co.	1321 N Columbia Center Blvd	Kennewick(Pasco)	WA	99336	United States
Sears, Roebuck and Co.	6250 S. 196Th Street	Kent	WA	98032	United States
Sears, Roebuck and Co.	651 Sleater Kinney Se #1300	Lacey	WA	98503	United States
Sears, Roebuck and Co.	18600 Alderwood Mall Pkwy	Lynnwood	WA	98037	United States
Sears, Roebuck and Co.	3500 S Meridian Ste 900	Puyallup	WA	98373	United States
Sears, Roebuck and Co.	3500 S Meridian Ste 900	Puyallup	WA	98373	United States
Sears, Roebuck and Co.	2200 148Th Ave Ne	Redmond	WA	98052	United States
Sears, Roebuck and Co.	1661 B Fowler St	Richland	WA	99352	United States
Sears, Roebuck and Co.	4786 First Ave S	Seattle	WA	98134	United States
Sears, Roebuck and Co.	701 5th Ave	Seattle	WA	98104	United States
Sears, Roebuck and Co.	701 N 160Th	Shoreline	WA	98133	United States
Sears, Roebuck and Co.	Kitsap MI-10315 Silverdale Nw	Silverdale	WA	98383	United States
Sears, Roebuck and Co.	12310 Mirabeau Parkway; Suite 500	Spokane	WA	99216	United States
Sears, Roebuck and Co.	14700 E Indiana Ave	Spokane	WA	99216	United States
Sears, Roebuck and Co.	7005 N Division St	Spokane	WA	99207	United States
Sears, Roebuck and Co.	9 E Valley Mall Blvd	Union Gap	WA	98903	United States

Sears, Roebuck and Co.	8800 Ne Vancouver Mall Dr	Vancouver	WA	98662	United States
Sears, Roebuck and Co.	4301 W Wisconsin Ave	Appleton	WI	54913	United States
Sears, Roebuck and Co.	Fox River Mall-4301 W Wisc Ave	Appleton	WI	54915	United States
Sears, Roebuck and Co.	115 S Moorland Rd	Brookfield	WI	53005	United States
Sears, Roebuck and Co.	4720 Golf Rd	Eau Claire	WI	54701	United States
Sears, Roebuck and Co.	4722 Golf Rd	Eau Claire	WI	54701	United States
Sears, Roebuck and Co.	757 W Johnson St	Fond Du Lac	WI	54935	United States
Sears, Roebuck and Co.	5200 S 76Th St	Greendale	WI	53129	United States
Sears, Roebuck and Co.	1915 Holiday Drive	Janesville	WI	53545	United States
Sears, Roebuck and Co.	2500 Milton Ave	Janesville	WI	53545	United States
Sears, Roebuck and Co.	3920 Kennedy Rd	Janesville	WI	53545	United States
Sears, Roebuck and Co.	7630 Pershing Blvd	Kenosha	WI	53142	United States
Sears, Roebuck and Co.	4200 Us Hwy 16	La Crosse	WI	54601	United States
Sears, Roebuck and Co.	4200 Us Hwy 16 - Valley View MI	La Crosse	WI	54601	United States
Sears, Roebuck and Co.	43 East Towne Mall	Madison	WI	53704	United States
Sears, Roebuck and Co.	522 S Gammon Rd	Madison	WI	53719	United States
Sears, Roebuck and Co.	43 East Towne Mall C	Madison-East	WI	53704	United States
Sears, Roebuck and Co.	16255-16351 W LINCOLN AVE	New Berlin	WI	53151	United States
Sears, Roebuck and Co.	100 Huntington Mall	Barboursville	WV	25504	United States
Sears, Roebuck and Co.	100 Huntington Mall Rd	Barboursville	WV	25504	United States
Sears, Roebuck and Co.	225 Meadowbrook Mall	Bridgeport	WV	26330	United States
Sears, Roebuck and Co.	225 Meadowbrook Rd	Bridgeport	WV	26330	United States
Sears, Roebuck and Co.	200 Quarrier St	Charleston	WV	25301	United States

Sears, Roebuck and Co.	Crossroads Mall- State Hwy #16	Mt Hope	WV	25880	United States
Sears, Roebuck and Co.	100 Crossroads Mall	Mt Hope	WV	25880	United States
Sears, Roebuck and Co.	500 Grand Central Ave	Parkersburg	WV	26105	United States
Sears, Roebuck and Co.	500 Grand Central Mall	Parkersburg	WV	26101	United States
Sears, Roebuck and Co.	9520 Mall Rd- Morgantown Mall	Westover	WV	26505	United States
Sears, Roebuck and Co.	9520 Mall Rd	Westover	WV	26501	United States
Sears, Roebuck and Co.	701 Se Wyoming Blvd	Casper	WY	82609	United States
Sears, Roebuck De Puerto Rico, Inc.	LOT #2 OF HATO TEJAS INDUSTRIAL PARK	Bayamon	PR	00961	United States
Sears, Roebuck De Puerto Rico, Inc.	Carr Rt #1 - Km 106	Cayey	PR	00736	United States
Sears, Roebuck De Puerto Rico, Inc.	Kmart 7446 / Cross Merch	Cayey	PR	00736	United States
Sears, Roebuck De Puerto Rico, Inc.	Road 3 Km.L34.7	Guayama	PR	00784	United States
Sears, Roebuck De Puerto Rico, Inc.	506 Calle Truncado	Hatillo(Arecibo)	PR	00659	United States
Sears, Roebuck De Puerto Rico, Inc.	Ave F D Roosevelt	Hato Rey	PR	00918	United States
Sears, Roebuck De Puerto Rico, Inc.	Plz Las Americas Mall	Hato Rey	PR	00918	United States
Sears, Roebuck De Puerto Rico, Inc.	State Rd 149&State Rd 584	Juana Diaz	PR	00795	United States
Sears, Roebuck De Puerto Rico, Inc.	State Rd 149&State Rd 584	Juana Diaz	PR	00795	United States
Sears, Roebuck De Puerto Rico, Inc.	975 Ave Hostos Ste 2120	Mayaguez	PR	00680	United States
Sears, Roebuck De Puerto Rico, Inc.	Carr #176 Km 0.5; Gpo Box 70209	Rio Piedras	PR	00926	United States
Sears, Roebuck De Puerto Rico, Inc.	Road #176 Km 0.5 Cupey Bajo	Rio Piedras	PR	00926	United States
Sears, Roebuck De Puerto Rico, Inc.	Carr 2, Estatal, Plaza Caribe Mall	Vega Alta	PR	00692	United States
Sears, Roebuck De Puerto Rico, Inc.	Sr 128 @ Sr 2 Km 0.5	Yauco	PR	00698	United States

Schedule 8

Location of Debtors' Assets, Books, and Records

Pursuant to Local Rule 1007-2(a)(10), the following lists the locations of the Debtors' substantial assets, the location of their books and records, and the nature, location, and value of any assets held by the Debtors outside the territorial limits of the United States.

Location of Debtors' Substantial Assets

As of August 4, 2018, the Debtors had assets of approximately \$6.937 billion, as provided in Schedule 4, with substantial assets in every state.

Books and Records

The Debtors' books and records are located at 3333 Beverly Road, Hoffman Estates, IL 60179.

Debtors' Assets Outside the United States

The Debtors do not have significant assets located outside of the territorial limits of the United States; however, in the ordinary course of business, on any given day, the Debtors may own title to goods and merchandise that is in transit to the United States from locations outside the territorial limits. Such goods only remain outside the United States for the duration of shipping and transport. Because of the constant movement of this property, providing a comprehensive list of such goods and merchandise would be impractical.

Schedule 9

Litigation

Pursuant to Local Rule 1007-2(a)(11), to the best of the Debtors' knowledge, belief, and understanding, there are no actions or proceedings pending or threatened against the Debtors or their property, as of the Commencement Date, where a judgment against the Debtors or a seizure of their property may be imminent.

Schedule 10

Senior Management

Pursuant to Local Rule 1007-2(a)(12), the following provides the names of the individuals who comprise the Debtors' existing senior management, a description of their tenure with the Debtors, and a brief summary of their relevant responsibilities and experience.

Name & Position	Responsibilities & Experience
Robert A. Riecker <i>Chief Financial Officer</i>	Mr. Riecker was appointed to his current position in April 2017, and had served as Controller and Head of Capital Markets Activities since October 2016. He joined the Company as Assistant Controller in October 2005 and served as Vice President and Assistant Controller from May 2007 to October 2011. From October 2011 until his election as Vice President, Controller and Chief Accounting Officer in January 2012, he served as the Company's Vice President, Internal Audit.
J. Mitchell Bowling <i>Chief Executive Officer, Sears Home Services</i>	Mr. Bowling joined the Company in November 2017 as Chief Executive Officer, Sears Home Services. Prior to joining the Company, he served as Senior Vice President and Chief Operating Officer of Apollo Education Group, a leading provider of higher education for working adults, from December 2013 until April 2017, and prior to that, served as Senior Vice President and General Manager of New Businesses at Comcast, a global telecommunications provider, from 2009 until 2013.
Leena Munjal <i>Chief Digital Officer</i>	Ms. Munjal was appointed to her current position in January 2018. She previously served as Senior Vice President, Customer Experience and Integrated Retail, since October 2012. She was appointed as Divisional Vice President, Integrated Retail and Member Experience, in July 2011 and was promoted to Vice President in June 2012. From October 2009 to June 2011, she served as Divisional Vice President, and Chief of Staff, Office of the Chairman, and served as Chief of Staff, Office of the CEO, from November 2007 to November 2009. Ms. Munjal joined Sears as Director, Information Technology, in March 2003.
Robert (B.J.) Naedele <i>Chief Commercial Officer, Shop Your Way</i>	Mr. Naedele joined the Company in March 2017. Prior to joining the Company, he served in a variety of roles with Nike, Inc., a company engaged in the design, development, marketing and sales of athletic gear and apparel, which he joined in July 2008, most recently as Vice President, Strategic Growth Initiatives from March 2016 until February 2017, and prior to that as Vice President, Global Brand Marketing from July 2014 until March 2016 and Global Business General Manager from July 2012 until July 2014.
Perry (Dean) Schwartz <i>President, Hardlines</i>	Mr. Schwartz was appointed to his current position in April 2017. He previously served as President, Tools, Lawn & Garden, Fitness, Sporting Goods and Children's Entertainment from January 2017 until April 2017, as Vice President, Tools and Lawn & Garden from August 2016 until January 2017, as Vice President, Tools from May 2013 until August 2016, and as Vice President, Lawn & Garden from March 2009 until May 2013.

Name & Position	Responsibilities & Experience
Stephen L. Sitley <i>Chief General Counsel and Chief Compliance Officer</i>	Mr. Sitley was appointed General Counsel in November 2017 and became Chief Compliance Officer in December 2017. From June 2016 until November 2017, he served as Vice President, Human Resources Operations, Compliance and Associate Relations, and prior to that, was Deputy General Counsel, Litigation and Employment from June 2011 until June 2016.

Schedule 11

Payroll

Pursuant to Local Rule 1007-2(b)(1)-(2)(A) and (C), the following provides the estimated amount of weekly payroll to the Debtors' employees (not including officers, directors, and stockholders) and the estimated amount to be paid to officers, stockholders, directors, and financial and business consultants retained by the Debtors for the 30-day period following the filing of the chapter 11 petitions.

Payments to Employees (Not Including Officers, Directors, and Stockholders)	\$61,900,000
Payments to Officers, Stockholders, and Directors	\$865,000
Payments to Financial and Business Consultants¹	\$4,700,000

¹ Pursuant to the retention applications filed, or to be filed, by these professional, and the applicable Bankruptcy Rules and Local Rules, the Debtors will not make any payment to financial and business consultants in the 30-day period following the filing of the chapter 11 petitions.

Schedule 12

**Cash Receipts and Disbursements,
Net Cash Gain or Loss, Unpaid Obligations and Receivables**

Pursuant to Local Rule 1007-2(b)(3), the following provides, for the 30-day period following the filing of the chapter 11 petition, the estimated cash receipts and disbursements, net cash gain or loss, and obligations and receivables expected to accrue that remain unpaid, other than professional fees.

Cash Receipts	\$709,706,000
Cash Disbursements	\$928,815,000
Net Cash Loss	(\$219,109,000)
Unpaid Obligations¹	\$68,260,000
Uncollected Receivables²	\$335,701,000

¹ Merchandise payables based on inventory purchases forecast and non-merchandise payables based on historical outstanding trend.

² Account receivables outstanding as of October 5, 2018.